

# EXHIBIT D

(Weil Compensation)

EXHIBIT D  
WEL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER NAME	INITIALS	HOURS	RATE	FEES
Aliseo, N	6927	12.10	\$180.00	2,178.00
Arons, A	5318	68.70	\$210.00	14,427.00
Berfield, B	5560	0.50	\$455.00	227.50
Berkovich, R	3331	0.20	\$455.00	91.00
Berz, D	0094	1.00	\$725.00	725.00
Brooks, R	5334	0.60	\$900.00	540.00
Castillero, F	6820	175.30	\$455.00	79,761.50
Falabella, P	1200	18.30	\$190.00	3,477.00
George, C	7331	1.90	\$515.00	978.50
Godhard, P	1204	22.50	\$240.00	5,400.00
Hahn, A	2966	0.30	\$550.00	165.00
Hausman, J	7374	0.20	\$695.00	139.00
Ho, J	1459	83.70	\$260.00	21,762.00
Karotkin, S	0080	0.30	\$630.00	189.00
Laken, L	1648	37.20	\$990.00	36,828.00
Lederman, E	1689	0.70	\$515.00	360.50
Lee, K	6746	5.30	\$595.00	3,153.50
Mattleyahu, G	7317	106.50	\$275.00	29,287.50
Mehla, M	7364	0.70	\$215.00	150.50
Meises, M	0487	55.50	\$180.00	9,990.00
Miller, H	0020	62.40	\$700.00	43,680.00
Petherbridge, V	1461	1.40	\$990.00	1,386.00
Prindle, K	6718	0.10	\$665.00	66.50
Roberts, S	7036	36.00	\$200.00	7,200.00
Rodriguez, I	6558	75.10	\$230.00	17,273.00
Smolinsky, J	0663	114.20	\$200.00	22,840.00
Stauble, C	6976	4.00	\$900.00	3,600.00
		0.30	\$275.00	82.50
		885.00		\$305,958.50

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MATTER NAME	HOURS	FEES
Case Administration	0.60	438.00
Hearings and Court Matters	26.60	20,491.50
US Trustee Issues/Meetings/Communications	6.80	3,094.00
Unsecured Creditors	0.40	396.00
Issues/Meetings/Communications		
WG&M Fee Applications/Retention	216.80	107,994.00
WG&M Monthly Fee Statement/BSR Review	633.80	173,545.00
	885.00	\$305,958.50

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TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6927 Aliseo, N	\$180.00 20033541	Tue 02/16/10	3.50	3.50	630.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW JANUARY BILLING SUMMARY REPORT TO CONFIRM REVISIONS HAVE BEEN MADE
	\$180.00 20041969	Wed 02/17/10	3.30	3.30	594.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$180.00 20092333	Thu 02/25/10	5.30	5.30	954.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT
	\$210.00 20132116	Thu 03/04/10	2.00	2.00	420.00	1.50 0.50	<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW FEBRUARY BILLING SUMMARY REPORT (1.5); 2 MULTIPLE E-MAILS WITH TEAM AND BILLING RE: MISSING ENTRIES TO SAME (.5)
	\$210.00 20132123	Fri 03/05/10	4.30	4.30	903.00	3.20 0.40 0.70	<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW FEBRUARY BILLING SUMMARY REPORT TO COMPLY WITH US TRUSTEE GUIDELINES(3.2); 2 E-MAILS RE: SECOND REVIEW OF JANUARY WITH BILLING AND I. RODRIGUEZ (4); 3 PRINT SAME AND E-MAILS RE: STRATEGY (.7)
	\$210.00 20135839	Sun 03/07/10	4.00	4.00	840.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW JANUARY BILLING SUMMARY REPORT FOR COMPLIANCE WITH US TRUSTEE GUIDELINES.
	\$210.00 20138536	Mon 03/08/10	3.80	3.80	798.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW FEBRUARY BILLING SUMMARY REPORT FOR COMPLIANCE WITH US TRUSTEE GUIDELINES.
	\$210.00 20158783	Tue 03/09/10	5.70	5.70	1,197.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE BILLING SUMMARY REPORT FOR JANUARY (REREVIEW) AND FEBRUARY
	\$210.00 20158789	Wed 03/10/10	5.10	5.10	1,071.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE FEBRUARY BILLING SUMMARY REPORT
	\$210.00 20159101	Mon 03/15/10	4.30	4.30	903.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$210.00 20182851	Fri 03/19/10	2.50	2.50	525.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE CHART OF TASK CODE TOTALS FOR R. BROOKS

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TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6927 Aliseo, N	\$210.00 20187400	03/24/10 Wed	0.30	0.30	63.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW WGM TEAM E-MAILS RE: FEBRUARY BILLING SUMMARY EDITS
	\$210.00 20218019	03/31/10 Wed	0.70	0.20	42.00	0.50 0.20	MATTER NAME: <u>Case Administration</u> 1 REVIEW E-MAILS WITH WGM TEAM RE: POSSIBLE FILINGS (5); 2 E-MAIL WITH R. BROOKS RE: BILLING SUMMARY REVIEW (2)
	\$210.00 20262617	04/06/10 Tue	4.40	4.40	924.00	1.50 2.90	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW E-MAILS WITH S. ROBERTS, R. BROOKS, AND G. FUJII RE: REVISIONS TO BILLING SUMMARY REPORT (1.5); 2 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (2.9)
	\$210.00 20264572	04/07/10 Wed	3.40	3.40	714.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$210.00 20267116	04/09/10 Thu	3.80	3.80	798.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$210.00 20274541	04/09/10 Fri	3.30	3.30	693.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$210.00 20275207	04/09/10 Fri	2.00	2.00	420.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$210.00 20282818	04/12/10 Mon	2.90	2.90	609.00	0.60 2.00 0.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 MULTIPLE E-MAILS WITH WGM TEAM MEMBERS RE: TIME ENTRIES (6); 2 REVIEW, REVISE AND FINALIZE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (2.0); 3 SCAN AND SEND SAME TO BILLING FOR REVISIONS TO BE IMPLEMENTED (3)
	\$210.00 20313451	04/19/10 Mon	3.30	3.30	693.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW MARCH BILLING SUMMARY REPORT EDITS IN COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$210.00 20397859	05/07/10 Fri	2.30	2.30	483.00	1.00 1.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 COORDINATE REVIEW OF APRIL BILLING SUMMARY REPORT (1.0); 2 REVIEW AND REVISE SAME TO COMPLY WITH U.S. TRUSTEE GUIDELINES (1.3)

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TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6927 Aliseo, N	\$210.00	05/10/10	Mon	4.10	4.10	0.40	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20404154					1	COORDINATE REVIEW OF APRIL BILLING SUMMARY REPORT (4);
						3.70	2 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (3.7)
	\$210.00	05/11/10	Tue	1.00	1.00	210.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20404059					1	REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$210.00	05/12/10	Wed	4.00	4.00	840.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20407023					1	REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$210.00	05/20/10	Thu	2.00	2.00	420.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20441409					1	REVIEW AND REVISE (SECOND ROUND) APRIL BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
		NUMBER OF ENTRIES:	25	80.80	16,605.00		
5318 Arons, A	\$455.00	03/13/10	Sat	0.50	0.50	227.50	MATTER NAME: WG&M Fee Applications/Retention
	20207993					1	DRAFT, REVIEW AND REVISE BULLET POINTS FOR SERVICES PROVIDED UNDER CERTAIN TASK CODES FOR FEE APPLICATION
5560 Bentfield, B	\$455.00	03/10/10	Wed	0.20	0.20	91.00	MATTER NAME: WG&M Fee Applications/Retention
	20171404					1	EMAIL R. BROOKS RE: DESCRIPTIONS OF TASKS PERFORMED FOR USE IN WEIL'S INTERIM FEE APPLICATION
		NUMBER OF ENTRIES:	1	0.20	91.00		
3331 Berkovich, R	\$725.00	03/01/10	Mon	0.20	0.20	145.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20114511					1	REVIEW FEBRUARY BILLING SUMMARY REPORT, TO COMPLY WITH US TRUSTEE GUIDELINES.
	\$725.00	03/09/10	Tue	0.20	0.20	145.00	MATTER NAME: WG&M Fee Applications/Retention
	20142977					1	REVIEW AND REVISE PORTION OF WGM FEE APPLICATION.
	\$725.00	03/13/10	Sat	0.20	0.20	145.00	MATTER NAME: WG&M Fee Applications/Retention
	20158497					1	CONFER WITH R. BROOKS RE: WGM FEE APPLICATION.
	\$725.00	05/04/10	Tue	0.40	0.40	290.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20400419					1	REVIEW ATTORNEY AND PARAPROFESSIONAL BILLING ENTRIES TO COMPLY WITH U.S. TRUSTEE GUIDELINES

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3331 Berkovich, R			4	1.00	725.00		
	NUMBER OF ENTRIES:						
0094 Berz, D	\$900.00	05/05/10	Wed	0.60	540.00		MATTER NAME: WG&M Fee Applications/Retention 1 MEET WITH G. BAILEY RE: FEE APPLICATIONS ISSUES AND DISCUSS SAME WITH J. REDWINE
	20528802						
	NUMBER OF ENTRIES:						
			1	0.60	540.00		
5334 Brooks, R	\$455.00	02/01/10	Mon	3.00	1,365.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE NOVEMBER MONTHLY FEE STATEMENT
	20121828						
	\$455.00	02/02/10	Tue	2.50	1,137.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE NOVEMBER MONTHLY FEE STATEMENT
	20121323						
	\$455.00	02/09/10	Tue	0.60	273.00		MATTER NAME: WG&M Fee Applications/Retention 1 RESPOND TO REQUESTS FROM FEE EXAMINER RE: BACKUP DETAIL FOR FEE APPLICATION
	20121330						
	\$455.00	02/09/10	Tue	0.60	273.00	0.10	MATTER NAME: WG&M Fee Applications/Retention 1 RESPOND TO FEE EXAMINER'S REQUESTS FOR FEE APPLICATION BACKUP INFORMATION (1);
	20122157					0.20	2 TELECONFERENCE WITH BILLING DEPARTMENT RE: SAME (2);
						0.30	3 RESEARCH ISSUES RE: SAME (3);
	\$455.00	02/10/10	Wed	0.40	182.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW MEMORANDA RE: WEIL MONTHLY FEE STATEMENT FOR BOARD OF DIRECTORS AND DRAFT EMAIL RE: SAME
	20122475						
	\$455.00	02/10/10	Wed	1.20	546.00		MATTER NAME: WG&M Fee Applications/Retention 1 PREPARE MONTHLY BUDGET PROJECTION FOR FEE EXAMINER
	20683315						
	\$455.00	02/11/10	Thu	0.40	182.00	0.10	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE DECEMBER MONTHLY FEE STATEMENT (1);
	20121319					0.10	2 TELECONFERENCE WITH G. FUJIRE: NEW BILL FORMAT FOR MOTORS LIQUIDATION COMPANY BOARD OF DIRECTORS (1);
						0.10	3 TELECONFERENCE WITH J. CHANG RE: SAME (1);
						0.10	4 RESEARCH RE: SAME (1)
	\$455.00	02/11/10	Thu	0.50	227.50		MATTER NAME: WG&M Fee Applications/Retention 1 PREPARE MARCH 2010 BUDGET PROPOSAL FOR FEE EXAMINER
	20121542						

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TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20121603	02/11/10 Thu	0.20	0.20	91.00	0.10	MATTER NAME: WG&M Monthly Fee Applications/Retention 1 PREPARE LEDES FORMAT FOR FEE EXAMINER (1);
						0.10	2 TELECONFERENCE WITH J. CHANG RE: SAME (1);
	\$455.00 20121271	02/12/10 Fri	0.20	0.20	91.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE ATTORNEY FEE AND DISBURSEMENT DETAIL FOR MOTORS LIQUIDATION COMPANY BOARD OF DIRECTORS REQUEST
	\$455.00 20122049	02/14/10 Sun	1.50	1.50	682.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVISE MARCH BUDGET PROPOSAL FOR FEE EXAMINER
	\$455.00 20122647	02/14/10 Sun	0.40	0.40	182.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE DECEMBER MONTHLY FEE STATEMENT AND REVIEW TIME ENTRIES
	\$455.00 20122476	02/16/10 Tue	0.20	0.20	91.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE DECEMBER MONTHLY FEE STATEMENT
	\$455.00 20122478	02/16/10 Tue	0.50	0.50	227.50		MATTER NAME: WG&M Fee Applications/Retention 1 PREPARE MARCH 2010 BUDGET FOR FEE EXAMINER
	\$455.00 20122055	02/17/10 Wed	1.20	1.20	546.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 RESPOND TO EMAILS RE: WGM MONTHLY FEE STATEMENT
	\$455.00 20121992	02/17/10 Wed	0.10	0.10	45.50		MATTER NAME: WG&M Fee Applications/Retention 1 RESPOND TO INQUIRIES FROM FEE EXAMINER
	\$455.00 20122357	02/17/10 Wed	0.20	0.20	91.00		MATTER NAME: WG&M Fee Applications/Retention 1 RESEARCH ISSUES RE: LEDES BILLING FORMAT REQUESTED BY FEE EXAMINER
	\$455.00 20121267	02/18/10 Thu	1.40	1.40	637.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW AND REVISE BILLING STATEMENT TIME DETAIL FOR DECEMBER 2009
	\$455.00 20122068	02/22/10 Mon	0.10	0.10	45.50	0.10	MATTER NAME: WG&M Fee Applications/Retention 1 TELECONFERENCE WITH GODFREY & KAHN (FEE EXAMINER) RE: WEIL'S FIRST INTERIM FEE APPLICATION AND DRAFT MEMORANDUM RE: SAME (1);
	\$455.00 20122573	02/23/10 Tue	0.20	0.20	91.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE DECEMBER AND JANUARY MONTHLY FEE STATEMENTS

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TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks R	\$455.00 20122571	Tue 02/23/10	2.50	2.50	1,137.50	1.90 0.60	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 RESEARCH ISSUES RE: FEE EXAMINER'S FEE REPORT (1.9); 2 RESPOND TO REQUESTS FROM FEE EXAMINER FOR SUPPORTING DOCUMENTATION WITH FEE APPLICATION ( .6)
	\$455.00 20122572	Tue 02/23/10	1.60	1.60	728.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 PREPARE WGM SECOND INTERIM FEE APPLICATION
	\$455.00 20122125	Wed 02/24/10	1.90	1.90	864.50	1.70 0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE DECEMBER AND JANUARY MONTHLY FEE STATEMENT (1.7); 2 TELECONFERENCE WITH M. MEISES RE: JANUARY TIME DETAIL (2)
	\$455.00 20122126	Wed 02/24/10	0.50	0.50	227.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVISE SECOND INTERIM FEE APPLICATION FOR WGM
	\$455.00 20122212	Wed 02/24/10	0.70	0.70	318.50	0.20 0.50	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO FEE EXAMINER'S INQUIRY FOR REQUESTS (2); 2 CONFER WITH K. LEE RE: SAME (5)
	\$455.00 20121840	Thu 02/25/10	0.20	0.20	91.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW DECEMBER ATTORNEY TIME ENTRIES
	\$455.00 20121841	Thu 02/25/10	1.80	1.80	819.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVISE SUMMARY OF FEE EXAMINER'S FIRST REPORT
	\$455.00 20254520	Tue 03/02/10	3.30	3.30	1,501.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE DECEMBER MONTHLY FEE STATEMENT, TO COMPLY WITH US TRUSTEE FEE GUIDELINES.
	\$455.00 20254609	Wed 03/03/10	1.30	1.30	591.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVISE AND PREPARE DECEMBER MONTHLY FEE STATEMENT TO COMPLY WITH US TRUSTEE GUIDELINES
	\$455.00 20255469	Wed 03/03/10	0.50	0.50	227.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 TELECONFERENCE WITH J. CHANG (BILLING DEPARTMENT) RE: MEETING VARIOUS REQUESTS FROM FEE EXAMINER
	\$455.00 20693806	Wed 03/03/10	0.70	0.70	318.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO REQUESTS OF FEE EXAMINER RE: DECEMBER MONTHLY FEE STATEMENT

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TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20253929	03/04/10 Thu	3.20	3.20	1,456.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW JANUARY MONTHLY FEE STATEMENT ATTORNEY TIME DETAIL AND PREPARE JANUARY MONTHLY FEE STATEMENT TO COMPLY WITH US TRUSTEE GUIDELINES.
	\$455.00 20254551	03/04/10 Thu	0.10	0.10	45.50		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 CONFERENCE WITH S. KAROTKIN RE: LEDES DATA BILLING INFORMATION FOR FEE EXAMINER
	\$455.00 20254627	03/04/10 Thu	0.40	0.40	182.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 PREPARE AND REVIEW LEDES BILLING DATA REQUESTED BY THE FEE EXAMINER
	\$455.00 20255399	03/05/10 Fri	0.30	0.30	136.50		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE JANUARY MONTHLY FEE STATEMENT TO COMPLY WITH US TRUSTEE GUIDELINES
	\$455.00 20254048	03/05/10 Fri	0.40	0.40	182.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVISE WGM FEE APPLICATION
	\$455.00 20254830	03/05/10 Fri	0.10	0.10	45.50		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO REQUESTS FROM FEE EXAMINER RE: WEIL'S FIRST FEE APPLICATION
	\$455.00 20253927	03/08/10 Mon	2.00	2.00	910.00	1.80 0.20	<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE SCHEDULE FOR PREPARATION OF WEIL'S FEBRUARY MONTHLY FEE STATEMENT (1.8); 2 DRAFT MEMORANDA RE: SAME (2).
	\$455.00 20255345	03/08/10 Mon	0.20	0.20	91.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE MATERIALS FOR MOTOR LIQUIDATION COMPANY'S BOARD OF DIRECTORS RE: WEIL'S DECEMBER MONTHLY FEE STATEMENT
	\$455.00 20254223	03/08/10 Mon	1.40	1.40	637.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVISE WGM SECOND FEE APPLICATION
	\$455.00 20253979	03/09/10 Tue	1.20	1.20	546.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE MONTHLY FEE STATEMENT
	\$455.00 20254085	03/09/10 Tue	0.10	0.10	45.50		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING ENTRIES
	\$455.00 20254875	03/09/10 Tue	0.60	0.60	273.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVISE SUMMARY REPORT OF FEE EXAMINER'S FIRST STATUS REPORT

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20254375	Tue 03/09/10	4.50	4.50	2,047.50	3.80 0.70	MATTER NAME: WG&M Fee Applications/Retention 1 REVISE WGM SECOND FEE APPLICATION (3.8); 2 MEET WITH M. MEISES RE: SAME (7)
	\$455.00 20254720	Wed 03/10/10	0.50	0.50	227.50	0.10 0.20 0.20	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 TELECONFERENCE WITH J. CHANG AT BILLING DEPARTMENT RE: JANUARY MONTHLY FEE STATEMENT (1); 2 PREPARE MONTHLY FEE STATEMENT (2); 3 DRAFT MEMORANDA RE: SAME (2)
	\$455.00 20254901	Wed 03/10/10	0.30	0.30	136.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE MONTHLY FEE STATEMENT
	\$455.00 20253955	Wed 03/10/10	6.50	6.50	2,957.50		MATTER NAME: WG&M Fee Applications/Retention 1 REVISE WGM SECOND FEE APPLICATION
	\$455.00 20254913	Thu 03/11/10	2.90	2.90	1,319.50	2.80 0.10	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE MONTHLY FEE STATEMENT (2.8); 2 CONFERENCE WITH I. RODRIGUEZ RE: SAME (1)
	\$455.00 20254439	Thu 03/11/10	0.40	0.40	182.00		MATTER NAME: WG&M Fee Applications/Retention 1 REVISE WGM SECOND FEE APPLICATION
	\$455.00 20255102	Fri 03/12/10	1.80	1.80	819.00	1.50 0.30	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE JANUARY MONTHLY FEE STATEMENT (1.5); 2 CALL WITH I. RODRIGUEZ RE: SAME (3)
	\$455.00 20254211	Fri 03/12/10	0.20	0.20	91.00		MATTER NAME: WG&M Fee Applications/Retention 1 REVISE WGM SECOND INTERIM FEE APPLICATION
	\$455.00 20254204	Sat 03/13/10	0.30	0.30	136.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE APRIL PROPOSED BUDGET FOR FEE EXAMINER
	\$455.00 20254087	Sat 03/13/10	7.70	7.70	3,503.50	7.30 0.20 0.20	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW AND REVISE WGM SECOND FEE APPLICATION (7.3); 2 CALL WITH S. KAROTKIN RE: SAME (2); 3 CALL WITH R. BERKOVICH RE: SAME (2)

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20254426	03/15/10 Mon	0.80	0.80	364.00		MATTER NAME: WG&M Fee Applications/Retention 1 PREPARE PROPOSED APRIL 2010 BUDGET FOR FEE EXAMINER
	\$455.00 20254976	03/15/10 Mon	4.20	4.20	1,911.00	3.90 0.30	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW AND REVISE WGM SECOND FEE APPLICATION (3.9); 2 CONFERENCE WITH K. LEE RE: SAME (3)
	\$455.00 20254786	03/16/10 Tue	1.70	1.70	773.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW AND REVISE MONTHLY FEE STATEMENT
	\$455.00 20254674	03/16/10 Tue	5.40	5.40	2,457.00	5.30 0.10	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW AND REVISE WGM SECOND FEE APPLICATION (5.3); 2 DRAFT MEMORANDA RE: SAME (1)
	\$455.00 20255114	03/17/10 Wed	0.20	0.20	91.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE FEBRUARY MONTHLY FEE STATEMENT
	\$455.00 20253919	03/17/10 Wed	0.80	0.80	364.00		MATTER NAME: WG&M Fee Applications/Retention 1 COORDINATE FILING OF WGM FEE APPLICATION.
	\$455.00 20255079	03/17/10 Wed	3.60	3.60	1,638.00	0.10 1.50 0.20 1.30 0.50	MATTER NAME: WG&M Fee Applications/Retention 1 DRAFT EMAILS TO T. STENGER RE: WGM SECOND FEE APPLICATION (1); 2 REVISE WGM SECOND FEE APPLICATION (1.5); 3 CALL WITH T. STENGER RE: SAME (2); 4 COORDINATE FILING OF WGM SECOND FEE APPLICATION (1.3); 5 PREPARE WGM SECOND FEE APPLICATION FOR DELIVERY TO U.S. TRUSTEE, CREDITORS' COMMITTEE, MOTORS LIQUIDATION COMPANY, AND FEE EXAMINER (5).
	\$455.00 20254482	03/18/10 Thu	1.90	1.90	864.50	0.70 1.00 0.20	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE SUMMARY OF WEIL'S JANUARY FEES FOR BOARD OF DIRECTORS FOR MOTORS LIQUIDATION COMPANY (7); 2 ADDRESS INQUIRIES FROM MOTORS LIQUIDATION COMPANY RE: NOVEMBER MONTHLY FEE STATEMENT (1.0); 3 RESPOND TO EMAILS FROM CLIENT RE: WEIL'S INVOICE (2)
	\$455.00 20254682	03/19/10 Fri	0.90	0.90	409.50	0.10 0.80	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE SUMMARY OF FEES FOR MOTORS LIQUIDATION COMPANY BOARD OF DIRECTORS (1); 2 REVIEW PAST WEIL INVOICES RE: SAME (8)

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20254912	Fri 03/19/10	0.30	0.30	136.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 DRAFT MEMORANDA TO US TRUSTEE AND FEE EXAMINER RE: ELECTRONIC DATA FILES OF WEIL'S SECOND INTERIM FEE APPLICATION
	\$455.00 20254349	Mon 03/22/10	5.20	5.20	2,366.00	0.20 5.00	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER'S RETENTION ORDER RE: FEE REPORTS (2); 2 RESPOND TO REQUESTS FROM FEE EXAMINER RE: WEIL'S FIRST INTERIM FEE APPLICATION (5.0)
	\$455.00 20254378	Tue 03/23/10	1.50	1.50	682.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE INVOICE DATA FOR MOTORS LIQUIDATION COMPANY RE: SPLIT OF FEES WITH NEW GM RELATING TO APPEAL OF THE 363 TRANSACTION
	\$455.00 20254645	Wed 03/24/10	0.60	0.60	273.00	0.50 0.10	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW TIME RECORDS FOR FEBRUARY MONTHLY FEE STATEMENT (5); 2 CONFERENCE WITH K. LEE RE: SAME (1).
	\$455.00 20254789	Wed 03/24/10	1.20	1.20	546.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW WEIL'S CHARGES AND ADJUST BILL ACCORDINGLY
	\$455.00 20255330	Fri 03/26/10	0.20	0.20	91.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 EXCHANGE EMAILS RE: UPDATING MASTER RETENTION CHECKLIST
	\$455.00 20255331	Fri 03/26/10	1.60	1.60	728.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE BILL SUMMARY OF ATTORNEY FEES AND DISBURSEMENTS TO PROVIDE TO NEW GM FOR SPLIT OF APPEAL OF ASSET SALE FEES
	\$455.00 20254509	Fri 03/26/10	3.20	3.20	1,456.00		MATTER NAME: WG&M Fee Applications/Retention 1 DRAFT NOTICE OF FEE HEARING FOR HEARING ON FIRST AND SECOND FEE APPLICATIONS ON APRIL 29, 2010
	\$455.00 20255507	Tue 03/30/10	2.30	2.30	1,046.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 RESPOND TO FEE EXAMINER'S INQUIRIES RE: WGMS FIRST FEE APPLICATION
	\$455.00 20255508	Tue 03/30/10	0.60	0.60	273.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE REVISED WGMS NOVEMBER BILL FOR MOTORS LIQUIDATION COMPANY FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$455.00 20254625	Wed 03/31/10	0.40	0.40	182.00	0.20 0.20	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE FEBRUARY MONTHLY FEE STATEMENT IN ACCORDANCE WITH U.S. TRUSTEE GUIDELINES (2); 2 RESPOND TO EMAILS RE: SAME (2).

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20254670	03/31/10 Wed	1.90	1.90	864.50	1.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE NOVEMBER BILL FOR MOTORS LIQUIDATION COMPANY TO COMPLY WITH U.S. TRUSTEE GUIDELINES (1.3);
						0.60	2 CONFER WITH K. LEE AND BILLING DEPARTMENT RE: SAME (6)
	\$455.00 20254896	03/31/10 Wed	0.50	0.50	227.50	0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 COORDINATE REVISION OF TASKS CODES FOR BILLING REPORTS (2);
						0.30	2 EXCHANGE EMAILS RE: SAME (3);
	\$455.00 20360638	04/01/10 Thu	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CALL WITH G. FUJII RE: NOVEMBER MONTHLY FEE STATEMENT
	\$455.00 20361344	04/01/10 Thu	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW FEBRUARY BILLING SUMMARY REPORT FOR MONTHLY FEE STATEMENT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$455.00 20361373	04/06/10 Tue	0.30	0.30	136.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND RESPOND TO EMAILS RE: TIMETABLE FOR MARCH MONTHLY FEE STATEMENT PREPARATION
	\$455.00 20361499	04/06/10 Tue	0.50	0.50	227.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 PREPARE REVISED NOVEMBER MONTHLY FEE STATEMENT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$455.00 20361430	04/08/10 Tue	6.90	6.90	3,139.50	0.70	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW FEE EXAMINER'S REQUEST FOR MORE INFORMATION RE: WEIL'S FIRST INTERIM FEE APPLICATION (7);
						0.60	2 CALL WITH S. KAROTKIN RE: SAME (6);
						5.10	3 REVIEW AND RESEARCH REQUESTED INFORMATION RE: SAME (5.1);
						0.50	4 CONFERENCE WITH S. KAROTKIN RE: SAME (5)
	\$455.00 20362258	04/06/10 Tue	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 DRAFT MEMOS RE: FEE EXAMINER'S REQUESTS RE: WEIL'S FIRST FEE APPLICATION
	\$455.00 20360712	04/07/10 Wed	0.30	0.30	136.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVISE SUMMARY OF NOVEMBER FEES FOR BOARD OF DIRECTORS
	\$455.00 20361246	04/07/10 Wed	0.60	0.60	273.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW DECEMBER BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$455.00 20361648	04/07/10 Wed	1.40	1.40	637.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW FEBRUARY BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS ~	DESCRIPTION
5334 Brooks, R	\$455.00 20361718	04/07/10 Wed	0.40	0.40	182.00	0.10 0.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW US TRUSTEE AND SOUTHERN DISTRICT GUIDELINES RE: MEALS DURING TRAVEL AND CLIENT DINNERS (1);</u> 2 <u>MEET WITH M. MEISES RE: SAME (3)</u>
	\$455.00 20361560	04/07/10 Wed	1.00	1.00	455.00	0.50 0.10 0.10 0.30	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 <u>TELECONFERENCE WITH ULTRAMAR TRAVEL AGENCY DEPARTMENT RESEARCHING AIRFARE PRICES IN RESPONSE TO FEE EXAMINER'S INQUIRIES RE: WEIL'S FIRST FEE APPLICATION (5);</u> 2 <u>DRAFT EMAIL TO BILLING DEPARTMENT RE: SAME (1);</u> 3 <u>TELECONFERENCE WITH ULTRAMAR RE: SAME (1);</u> 4 <u>CONDUCT RESEARCH RE: SAME (3)</u>
	\$455.00 20361917	04/08/10 Thu	1.20	1.20	546.00	0.40 0.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>RESPOND TO INQUIRIES FROM C. BASLER (AP SERVICES) RE: DECEMBER AND JANUARY MONTHLY FEE STATEMENTS</u>
	\$455.00 20361212	04/08/10 Thu	0.70	0.70	318.50	0.40 0.30	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 <u>RESPOND TO INQUIRIES FROM FEE EXAMINER RE: FEES AND EXPENSES ON WEIL'S FIRST FEE APPLICATION (4);</u> 2 <u>TELECONFERENCE WITH ULTRAMAR TRAVEL AGENCY RE: SAME (3)</u>
	\$455.00 20361613	04/09/10 Fri	3.00	3.00	1,365.00	2.00 0.20 0.20 0.10 F 0.50 F	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 <u>RESPOND TO FEE EXAMINER'S INQUIRIES RE: WEIL'S FIRST FEE APPLICATION (2);</u> 2 <u>TELECONFERENCE WITH ULTRAMAR TRAVEL DEPARTMENT RE: SAME (2);</u> 3 <u>CONFERENCE WITH S. KAROTKIN RE: RESPONSE TO FEE EXAMINER (2);</u> 4 <u>CONFERENCE WITH S. KAROTKIN RE: SAME (1);</u> 5 <u>REVIEW DRAFT OF RESPONSE TO FEE EXAMINER (5)</u>
	\$455.00 20362385	04/12/10 Mon	0.30	0.30	136.50	0.20 0.10	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVISE MONTHLY FEE STATEMENT (2);</u> 2 <u>EXCHANGE EMAILS RE: MONTHLY FEE STATEMENT (1)</u>
	\$455.00 20693821	04/12/10 Mon	0.30	0.30	136.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 <u>REVIEW FEE EXAMINER'S MEMO ON COMPENSATION IN THE JUDICIAL SYSTEM</u>
	\$455.00 20361350	04/13/10 Tue	0.20	0.20	91.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>TELECONFERENCE WITH S. ROBERTS RE: REVIEWING BILLING SUMMARY REPORTS</u>
	\$455.00 20361604	04/13/10 Tue	0.40	0.40	182.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>PREPARE MONTHLY BUDGET FOR FEE EXAMINER</u>

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20361944	04/13/10 Tue	0.30	0.30	136.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO INQUIRIES FROM FEE EXAMINER RE: WEIL'S FIRST FEE APPLICATION
	\$455.00 20361551	04/14/10 Wed	3.70	3.70	1,683.50		MATTER NAME: <u>US Trustee Issues/Meetings/Communications</u> 1 RESEARCH CASE LAW RE: FEE EXAMINER ISSUES
	\$455.00 20360856	04/20/10 Tue	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORTS FOR MARCH 2010 MONTHLY FEE STATEMENT
	\$455.00 20361360	04/20/10 Tue	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW DECEMBER AND JANUARY MONTHLY FEE STATEMENTS
	\$455.00 20362175	04/20/10 Tue	1.20	1.20	546.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVISE DECEMBER AND JANUARY MONTHLY FEE STATEMENTS INVOICES
	\$455.00 20361717	04/20/10 Tue	0.20	0.20	91.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 PREPARE PROPOSED MONTHLY BUDGET FOR FEE EXAMINER
	\$455.00 20362299	04/21/10 Wed	2.30	2.30	1,046.50	1.30	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW DECEMBER AND JANUARY MONTHLY FEE STATEMENT RE: INQUIRIES FROM C. BASLER (AP SERVICES) (1.3);
						0.20	2 PARTICIPATE IN TELECONFERENCE WITH C. BASLER AND S. BUDD (AP SERVICES) RE: SAME (2);
						0.80	3 REVIEW MONTHLY FEE STATEMENTS RE: SAME (8)
	\$455.00 20361241	04/22/10 Thu	0.90	0.90	409.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVISE DECEMBER AND JANUARY MONTHLY FEE STATEMENTS
	\$455.00 20361242	04/22/10 Thu	0.50	0.50	227.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE FEBRUARY BILLING SUMMARY REPORT IN COMPLIANCE WITH US TRUSTEE GUIDELINES
	\$455.00 20362257	04/22/10 Thu	0.40	0.40	182.00	0.30	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 DRAFT RESPONSE TO FEE EXAMINER'S OBJECTION (3);
						0.10	2 CONFERENCE WITH S. KAROTKIN RE: SAME (1)

~ See the last page of exhibit for explanation



EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20362182	04/23/10	Fri	3.10	3.10	0.90	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
						1,410.50	1 REVISE WEIL DECEMBER AND JANUARY BILLING SUMMARY REPORTS (9);
						0.30	2 CONFER WITH K. LEE RE: SAME (3);
						0.10	3 CONFER WITH BILLING DEPARTMENT RE: SAME (3);
						1.50	4 DRAFT REVISED DECEMBER AND JANUARY MONTHLY FEE STATEMENTS (1.5);
						0.30	5 DRAFT SUMMARY CHART OF DECEMBER AND JANUARY WEIL MONTHLY FEE STATEMENTS FOR MOTORS LIQUIDATION BOARD OF DIRECTORS (3)
	\$455.00 20362180	04/23/10	Fri	2.10	2.10	955.50	MATTER NAME: WG&M Fee Applications/Retention
							1 RESPOND TO FEE EXAMINER'S OBJECTION TO WEIL'S FIRST INTERIM FEE APPLICATION
	\$455.00 20362397	04/23/10	Fri	0.60	0.60	273.00	MATTER NAME: WG&M Fee Applications/Retention
							1 REVISE RESPONSE TO FEE EXAMINER'S MOTION TO EXTEND TIME FOR SECOND FEE APPLICATION HEARING
	\$455.00 20361332	04/24/10	Sat	4.30	4.30	1,956.50	MATTER NAME: WG&M Fee Applications/Retention
						2.20	1 DRAFT RESPONSE TO FEE EXAMINER'S OBJECTION TO WEIL'S FIRST INTERIM FEE APPLICATION (2.1);
							2 REVIEW FEE EXAMINER'S OBJECTION AND RELATED DOCUMENTATION (2.2);
	\$455.00 20361407	04/26/10	Mon	1.10	1.10	500.50	MATTER NAME: WG&M Fee Applications/Retention
						0.50	1 REVISE RESPONSE TO FEE EXAMINER'S OBJECTION TO WEIL'S FIRST INTERIM FEE APPLICATION (5);
						0.60	2 RESEARCH ISSUES RE: HOLDBACKS AND SUMMER ASSOCIATE FEES (6);
	\$455.00 20362356	04/26/10	Mon	0.50	0.50	227.50	MATTER NAME: WG&M Fee Applications/Retention
							1 REVIEW FEE EXAMINEER'S SUMMARY REPORT
	\$455.00 20361625	04/28/10	Wed	1.60	1.60	728.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
						0.90	1 PREPARE FEBRUARY 2010 MONTHLY FEE STATEMENT (9);
						0.70	2 PREPARE SUMMARY REPORT FOR MOTORS LIQUIDATION BOARD OF DIRECTORS (7);
	\$455.00 20361487	04/28/10	Wed	0.20	0.20	91.00	MATTER NAME: WG&M Fee Applications/Retention
							1 REVIEW FEE EXAMINER'S OBJECTION TO WEIL'S FIRST FEE APPLICATION
	\$455.00 20361248	04/29/10	Thu	1.60	1.30	591.50	MATTER NAME: Hearings and Court Matters
						1.30	1 ATTEND TELEPHONIC HEARING RE: RULING ON FIRST INTERIM FEE APPLICATIONS AND OTHER MOTIONS FOR APRIL 29 HEARING (1.3);
						0.30	2 CONFERENCE WITH M. MEISES, J. SMOLINSKY RE: SAME (3);
	\$455.00 20361247	04/29/10	Thu	0.20	0.20	91.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 DRAFT MEMO TO GM TEAM RE: BILLING PRACTICES

~ See the last page of exhibit for explanation

EXHIBIT D  
WEL COMPENSATION  
Wei, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20360701	04/30/10 Fri	0.90	0.90	409.50		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVISE EMAIL AND GUIDELINES FOR ALL WEL MOTORS LIQUIDATION ATTORNEYS DESCRIBING TIME ENTRY REQUIREMENTS
	\$455.00 20489325	05/04/10 Tue	0.40	0.40	182.00	0.20	<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 DRAFT MEMO TO ALL TIMEKEEPERS RE: PROPER TIME ENTRY PROCEDURES TO CONFIRM TO FEE EXAMINER AND U.S. TRUSTEE GUIDELINES (2); 2 RESEARCH ISSUES RE: SAME (2)
	\$455.00 20489324	05/04/10 Tue	1.00	1.00	455.00	0.80	<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 RESEARCH FEE EXAMINER PROTOCOLS IN OTHER BANKRUPTCY CASES FOR COMPARISON WITH FEE EXAMINER'S OBJECTIONS (3); 2 CONFERENCE WITH M. MEISES RE: SAME (2)
	\$455.00 20487922	05/04/10 Tue	1.20	1.20	546.00		<u>MATTER NAME: US Trustee Issues/Meetings/Communications</u> 1 PREPARE LIST OF RULES FROM FEE EXAMINER TO IMPLEMENT IN REVIEWING BILLING SUMMARY REPORTS GOING FORWARD
	\$455.00 20487486	05/06/10 Thu	1.50	1.50	682.50		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORTS FOR ATTORNEY TIME ON GM STRASBOURG FOR CLIENT (J. SELZER)
	\$455.00 20488112	05/06/10 Thu	0.50	0.50	227.50	0.30 0.20	<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CONFERENCE WITH M. MEISES RE: CONFORMING BILLS TO US TRUSTEE GUIDELINES (3); 2 DRAFT MEMO TO PARALEGALS RE: SAME (2)
	\$455.00 20489253	05/07/10 Fri	0.60	0.60	273.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT FOR GM STRASBOURG ENTRIES FOR S. HAMILTON RE: REIMBURSEMENT OF FEES BY NEW GM
	\$455.00 20486701	05/10/10 Mon	0.10	0.10	45.50		<u>MATTER NAME: Hearings and Court Matters</u> 1 TELEPHONE CONFERENCE WITH M. MEISES AND DRAFT MEMO RE: REVISED HEARING TRANSCRIPT FOR APRIL 29, 2010 FIRST INTERIM FEE HEARING
	\$455.00 20488692	05/10/10 Mon	0.10	0.10	45.50		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO PHONE CALL FROM S. HAMILTON RE: FIRST INTERIM FEE ORDER AND STRASBOURG FEE REIMBURSEMENT
	\$455.00 20486755	05/10/10 Mon	1.30	1.30	591.50		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW BILLING SUMMARY REPORTS FOR GM STRASBOURG WORK FOR S. HAMILTON AND J. SELZER FOR POSSIBLE REIMBURSEMENT OF FEES BY NEW GM

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20490083	05/10/10 Mon	0.40	0.40	182.00	0.10	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 PREPARE FOR TELEPHONE CONFERENCE WITH FEE EXAMINER TO DISCUSS WEIL'S FINAL FEES AND EXPENSES (1);
							2 TELEPHONE CONFERENCE WITH E. WILSON (FEE EXAMINER) AND S. KAROTKIN RE: WEIL'S FINAL FEES AND EXPENSES FOR FIRST INTERIM PERIOD (2);
							3 REVISE ORDER RE: SAME (1)
	\$455.00 20487940	05/10/10 Mon	0.30	0.30	136.50	0.10	MATTER NAME: <u>US Trustee Issues/Meetings/Communications</u>
							1 PHONE CALL WITH S. HAMILTON RE: FIRST FEE ORDER AND MONTHLY OPERATING REPORT (1);
							2 DRAFT MEMO TO S. KAROTKIN, J. SMOLINSKY AND M. MEISES RE: APPLYING RETAINER BALANCE (2)
	\$455.00 20487055	05/11/10 Tue	0.30	0.30	136.50		MATTER NAME: <u>US Trustee Issues/Meetings/Communications</u>
							1 ORGANIZE FILES RE: FEE EXAMINER OBJECTIONS AND MONTHLY BILLING STATEMENTS
	\$455.00 20489345	05/11/10 Tue	1.30	1.30	591.50	0.10	MATTER NAME: <u>US Trustee Issues/Meetings/Communications</u>
							1 CONFERENCE WITH M. MEISES RE: ORDER APPROVING FIRST INTERIM FEE APPLICATIONS (1);
							2 REVISE ORDER RE: SAME (1.0);
							3 DRAFT MEMO TO AFFECTED PROFESSIONALS AND FEE EXAMINER RE: SAME (1);
						0.10	4 CONFERENCE WITH M. MEISES RE: SAME (1);
	\$455.00 20489484	05/12/10 Wed	1.40	1.40	637.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$455.00 20487673	05/12/10 Wed	0.50	0.50	227.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 PREPARE MONTHLY BUDGET PROPOSAL FOR FEE EXAMINER
	\$455.00 20487748	05/13/10 Thu	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO CONFORM TO US TRUSTEE GUIDELINES
	\$455.00 20486912	05/14/10 Fri	0.30	0.30	136.50	0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 REVIEW BILLING SUMMARY REPORT FOR APRIL TO COMPLY WITH US TRUSTEE GUIDELINES (2);
							2 TELECONFERENCE WITH S. ROBERTS RE: SAME (1);
	\$455.00 20489708	05/14/10 Fri	0.10	0.10	45.50		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 PREPARE MAY BUDGET FOR FEE EXAMINER
	\$455.00 20488632	05/17/10 Mon	0.20	0.20	91.00	0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (2);

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EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00 20488426	05/18/10	Tue	0.30	0.30	136.50	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 TELECONFERENCE WITH S. ROBERTS RE: CONFORMING BILLING SUMMARY REPORT TO U.S. TRUSTEE GUIDELINES
	\$455.00 20487105	05/19/10	Wed	0.70	0.70	318.50	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW CONFLICTS REPORTS FOR AMENDED AFFIDAVIT FOR WEIL'S RETENTION APPLICATION
	\$455.00 20487547	05/20/10	Thu	1.70	1.70	773.50	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING REPORT SHOWING FEES AND EXPENSES NEW GM PLANS TO SPLIT 50/50 WITH MOTORS LIQUIDATION COMPANY RE: APPEALS OF ASSET SALE (4); 2 TELECONFERENCE WITH S. HAMILTON RE: SAME (1); 3 RESEARCH ISSUES RE: SAME (1,2);
	\$455.00 20487929	05/20/10	Thu	0.20	0.20	91.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE CHART OF CALCULATIONS FOR FEBRUARY FEES AND EXPENSES FOR BOARD OF DIRECTORS (1); 2 PREPARE FEBRUARY MONTHLY FEE STATEMENT FOR CLIENT (1);
	\$455.00 20486745	05/21/10	Fri	3.30	3.30	1,501.50	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW NEW CONFLICTS REPORTS FOR SUPPLEMENTAL AFFIDAVIT FOR WEIL'S RETENTION APPLICATION
	\$455.00 20487572	05/25/10	Tue	2.60	2.60	1,183.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH US TRUSTEE GUIDELINES (2,1); 2 CONFER WITH M. MEISES RE: SAME (3); 3 CONFER WITH M. MEISES RE: SAME (2)
	\$455.00 20489212	05/25/10	Tue	0.30	0.30	136.50	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW EMAILS RE: REVIEW OF MARCH BILLING SUMMARY REPORT TO CONFORM WITH US TRUSTEE GUIDELINES (3);
	\$455.00 20487853	05/25/10	Tue	0.20	0.20	91.00	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER'S COMMENTS TO WGM SECOND INTERIM FEE APPLICATION
	\$455.00 20488940	05/25/10	Tue	0.30	0.30	136.50	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW EMAILS RE: FEE EXAMINER'S LETTERS RE: WEIL'S SECOND FEE APPLICATION
	\$455.00 20490473	05/27/10	Thu	0.30	0.30	136.50	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 TELEPHONE CALL WITH S. BUDD RE: WEIL'S MONTHLY FEE STATEMENT AND BOARD OF DIRECTORS REQUESTS

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
5334 Brooks, R	\$455.00	05/27/10	Thu	0.30	0.30	136.50	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>PREPARE BILLING SUMMARY REPORTS</u>
	20491458						
	\$455.00	05/28/10	Fri	2.10	2.10	955.50	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW BILLING SUMMARY REPORT (3);</u> 2 <u>PREPARE SUMMARY FOR CLIENT (1.3);</u> 3 <u>CONFERENCE WITH P. FALABELLA RE: SAME (3);</u> 4 <u>TELECONFERENCE WITH S. HAMILTON RE: SAME (2)</u>
	20491490						
6820 Castillero, F	\$455.00	05/28/10	Fri	3.50	3.50	1,592.50	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 <u>REVIEW FEE EXAMINER'S LETTER RE: WEIL'S SECOND INTERIM FEE APPLICATION</u>
	20490798						
	NUMBER OF ENTRIES:	146		175.30		79,761.50	
	\$190.00	02/04/10	Thu	0.50	0.50	95.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW E-MAIL FROM I. RODRIGUEZ RE: JANUARY BILLING SUMMARY REPORT REVIEW (2);</u> 2 <u>ORGANIZE REVIEW DATES AND TASK CODE LIST FOR UPCOMING BILLING SUMMARY REPORT REVIEW (3)</u>
	\$190.00	02/17/10	Wed	4.50	4.50	855.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE GUIDELINES</u>
	20118275						
	\$190.00	02/07/10	Sun	2.20	2.20	418.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE GUIDELINES</u>
	20033388						
	\$190.00	04/06/10	Tue	0.50	0.50	95.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW E-MAIL AND MATERIALS IN PREPARATION FOR REVIEW OF MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES</u>
	20367909						
	\$190.00	04/07/10	Wed	1.00	1.00	190.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES</u>
	20368880						
	\$190.00	04/12/10	Mon	1.80	1.80	342.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES</u>
	20346095						
	\$190.00	04/13/10	Tue	4.30	4.30	817.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES</u>
	20368465						

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EXHIBIT D  
WEL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6820 Castillero, F	\$190.00	04/13/10	Thu	0.40	0.40	76.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW MARCH BILLING SUMMARY REPORT FOR SECOND ROUND REVIEW TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	20368414						
	\$190.00	04/16/10	Fri	1.00	1.00	190.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	20368207						
1200 Falabella, P	\$190.00	04/19/10	Mon	2.10	2.10	399.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES
	20368209						
	NUMBER OF ENTRIES:	10		18.30		3,477.00	
	\$515.00	04/29/10	Thu	5.40	1.60	824.00	MATTER NAME: <u>Hearings and Court Matters</u> 1 ASSIST (IN PART) AT BANKRUPTCY HEARING ON APRIL 29 IN CONNECTION WITH TOWNS OBJECTION AND ALTERNATIVE DISPUTE RESOLUTION SUPPLEMENTAL ORDER (3); 2 CONFER WITH M. MEISES RE: HEARING (8); 3 ASSIST (IN PART) TO JUDGE GERBER'S RULING ON INTERIM FEE APPLICATIONS (1.6)
	20373501						
7331 George, C	\$515.00	05/28/10	Fri	0.30	0.30	154.50	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CONFER WITH R. BROOKS RE: BILLING SUMMARY REPORTS
	20487314						
	NUMBER OF ENTRIES:	2		1.90		978.50	
	\$240.00	02/03/10	Wed	2.70	2.70	648.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW DESIGNATED PAGES OF BILLING SUMMARY REPORT (3); 2 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (2.4)
	20003864						
7331 George, C	\$240.00	02/04/10	Thu	3.00	3.00	720.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20006998						
	\$240.00	02/05/10	Fri	2.30	2.30	552.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20007503						
7331 George, C	\$240.00	02/08/10	Mon	9.00	9.00	2,160.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20025472						
	\$240.00	02/09/10	Tue	5.50	5.50	1,320.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW AND REVISE BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20025321						

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EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS ~	DESCRIPTION
7331 George, C			5	22.50	5,400.00		
1204 Godhard, P	\$550.00 20207637	03/15/10 Mon	0.30	0.30	165.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SCHEDULE FOR SECURITIES RELATED MATTERS
			1	0.30	165.00		
2966 Hahn, A	\$695.00 20138064	03/09/10 Mon	0.20	0.20	139.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 CONFER WITH R. BROOKS AND J. OSTERMAN RE: FEE APPLICATION
			1	0.20	139.00		
7374 Hausman, J	\$260.00 20004139	02/03/10 Wed	1.50	1.50	390.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20013455	02/04/10 Thu	2.40	2.40	624.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20013461	02/05/10 Fri	1.40	1.40	364.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20059454	02/08/10 Mon	1.60	1.60	416.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20059513	02/09/10 Tue	8.90	8.90	2,314.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20059501	02/10/10 Wed	0.50	0.50	130.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20158931	03/08/10 Mon	0.70	0.70	182.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20159265	03/11/10 Thu	6.50	6.50	1,690.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES FOR THE PREPARATION OF FEE APPLICATIONS

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
7374 Hausman, J	\$260.00 20159234	03/12/10 Fri	3.50	3.50	910.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20191037	03/16/10 Tue	4.50	4.50	1,170.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$260.00 20307280	04/06/10 Tue	2.90	2.90	754.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20307288	04/07/10 Wed	7.10	7.10	1,846.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20307292	04/08/10 Thu	6.10	6.10	1,586.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20307295	04/09/10 Fri	6.10	6.10	1,586.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20307107	04/13/10 Tue	6.70	6.70	1,742.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20341182	04/17/10 Sat	1.30	1.30	338.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH US TRUSTEE'S GUIDELINES FOR THE PREPARATION OF FEE APPLICATIONS
	\$260.00 20341183	04/19/10 Mon	2.60	2.60	676.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH US TRUSTEE'S GUIDELINES FOR THE PREPARATION OF FEE APPLICATIONS
	\$260.00 20404772	05/06/10 Thu	0.60	0.60	156.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20404743	05/07/10 Fri	1.40	1.40	364.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00 20404748	05/10/10 Mon	3.20	3.20	832.00	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES

- See the last page of exhibit for explanation



EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
7374 Hausman, J	\$260.00	05/12/10	Wed	2.70	2.70	702.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20422879						1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00	05/13/10	Thu	7.40	7.40	1,924.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20422883						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00	05/14/10	Fri	2.80	2.80	728.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20422885						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00	05/19/10	Wed	0.70	0.70	182.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20452744						1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$260.00	05/21/10	Fri	0.60	0.60	156.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20452748						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
NUMBER OF ENTRIES:				25	83.70	21,762.00	
1459 Ho, J	\$630.00	04/21/10	Wed	0.30	0.30	189.00	MATTER NAME: WG&M Fee Applications/Retention
	20310446						1 ASSIST B. BENFIELD IN LOCATING SIGNED JOINT REPRESENTATION LETTER FROM AMERICAN AIRLINES/RAKTL LITIGATION.
	NUMBER OF ENTRIES:				1	0.30	189.00
0080 Karolkin, S	\$990.00	02/15/10	Mon	0.60	0.60	594.00	MATTER NAME: WG&M Fee Applications/Retention
	20111894						1 PREPARE BUDGET FOR FEE EXAMINER
	\$990.00	03/03/10	Wed	2.10	2.10	2,079.00	MATTER NAME: WG&M Fee Applications/Retention
	20205401						1 MEET WITH FEE EXAMINER AND ALIX PARTNERS RE: BILL
	\$990.00	03/13/10	Sat	0.60	0.60	594.00	MATTER NAME: WG&M Fee Applications/Retention
	20205479						1 REVIEW MEMORANDUM RE: FEE APPLICATION (4); 2 CALL WITH R. BROOKS RE: FEE APPLICATION (2).
	\$990.00	03/15/10	Mon	2.20	2.20	2,178.00	MATTER NAME: WG&M Fee Applications/Retention
	20205585						1 REVIEW AND REVISE FEE APPLICATION

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EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0080 Karolkin, S	\$990.00 20205356	03/16/10 Tue	0.80	0.80	792.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW AND REVISE FEE APPLICATION.
	\$990.00 20205501	03/17/10 Wed	0.80	0.80	792.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW AND REVISE FEE APPLICATION.
	\$990.00 20381147	04/03/10 Sat	0.30	0.30	297.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW CORRESPONDENCE FROM FEE EXAMINER
	\$990.00 20380658	04/05/10 Mon	2.20	2.20	2,178.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW AND RESPOND TO FEE EXAMINER LETTER
	\$990.00 20380666	04/06/10 Tue	0.60	0.60	594.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW FEE EXAMINER LETTER AND INFORMATION REQUESTS WITH R. BROOKS
	\$990.00 20380667	04/06/10 Tue	1.70	1.70	1,683.00	1.20 0.50	<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW AND REVISE RESPONSE TO FEE EXAMINER LETTER (1,2); 2 CALL WITH R. BROOKS RE: SAME (5)
	\$990.00 20380944	04/07/10 Wed	0.60	0.60	594.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 PREPARE RESPONSE TO FEE EXAMINER LETTER
	\$990.00 20380320	04/09/10 Fri	2.20	2.20	2,178.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 FINALIZE RESPONSE TO FEE EXAMINER REQUESTS AND REVIEW DOCUMENTS RE: SAME
	\$990.00 20380951	04/10/10 Sat	1.90	1.90	1,881.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW FEE EXAMINER REPORT AND PREPARE REPLY
	\$990.00 20381078	04/12/10 Mon	0.20	0.20	198.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 TELEPHONE CONFERENCE WITH E. WILSON RE: LETTER RE: FEE APPLICATION
	\$990.00 20380194	04/13/10 Tue	0.20	0.20	198.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW DOCUMENTS RE: FEE EXAMINER LETTER
	\$990.00 20380202	04/13/10 Tue	1.10	1.10	1,089.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO FEE EXAMINER LETTER

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0080 Karotkin, S	\$990.00 20380627	04/15/10 Thu	0.30	0.30	297.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW DRAFT FEE EXAMINER REPORT
	\$990.00 20381048	04/16/10 Fri	0.30	0.30	297.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVISE RESPONSE TO LETTER FROM FEE EXAMINER.
	\$990.00 20380422	04/17/10 Sat	0.60	0.60	594.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW FEE EXAMINER'S DRAFT OBJECTION TO WG&M FEE APPLICATION
	\$990.00 20380020	04/20/10 Tue	0.20	0.20	198.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 CONFER WITH J. SMOLINSKY RE: FEE HEARING
	\$990.00 20380021	04/20/10 Tue	0.20	0.20	198.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 CONFER WITH H. MILLER RE: FEE HEARING
	\$990.00 20380531	04/22/10 Thu	0.60	0.60	594.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 PREPARE RESPONSES TO FEE EXAMINER MOTION RE: ADJOURNMENT
	\$990.00 20380874	04/23/10 Fri	0.40	0.40	396.00		<u>MATTER NAME: WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CONFER WITH R. BROOKS RE: WGM MONTHLY FEE STATEMENTS
	\$990.00 20380873	04/23/10 Fri	0.20	0.20	198.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 TELEPHONE T. STENGER RE: FEE EXAMINER MOTIONS
	\$990.00 20380882	04/24/10 Sat	1.40	1.40	1,386.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 PREPARE RESPONSE TO FEE EXAMINER OBJECTION
	\$990.00 20380162	04/25/10 Sun	0.30	0.30	297.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVIEW U.S. TRUSTEE RESPONSE RE: FEE APPLICATIONS
	\$990.00 20381044	04/25/10 Sun	2.80	2.80	2,772.00		<u>MATTER NAME: WG&amp;M Fee Applications/Retention</u> 1 REVISE RESPONSE TO FEE EXAMINER RESPONSE AND OBJECTION TO WG&M'S FEE APPLICATION
	\$990.00 20381322	04/26/10 Mon	0.20	0.20	198.00		<u>MATTER NAME: Unsecured Creditors' Issues/Meetings/Communications</u> 1 TELEPHONE T. MAYER RE: FEE HEARING

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0080 Karotkin, S	\$990.00 20381321	04/28/10 Mon	1.30	1.30	1,287.00	1	MATTER NAME: WG&M Fee Applications/Retention 1 FINALIZE RESPONSE TO FEE EXAMINER OBJECTION
	\$990.00 20381323	04/28/10 Mon	0.30	0.30	297.00	1	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER ADDITIONAL PLEADING RE: FEE HEARING
	\$990.00 20380582	04/28/10 Wed	0.20	0.20	198.00	1	MATTER NAME: Unsecured Creditors Issues/Meetings/Communications 1 TELEPHONE T. MAYER RE: FEE HEARING
	\$990.00 20380581	04/28/10 Wed	3.60	3.60	3,564.00	1	MATTER NAME: Hearings and Court Matters 1 PREPARE FOR HEARING ON FEE APPLICATIONS AND RELATED MATTERS AND REVIEW PLEADINGS
	\$990.00 20380583	04/28/10 Wed	0.30	0.30	297.00	1	MATTER NAME: Hearings and Court Matters 1 CONFER WITH M. MEISES AND R. BROOKS RE: PREPARATION FOR FEE HEARING
	\$990.00 20380577	04/28/10 Wed	0.40	0.40	396.00	1	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW PLEADINGS RE: OBJECTIONS TO FEE APPLICATIONS
	\$990.00 20379911	04/29/10 Thu	1.10	1.10	1,089.00	1	MATTER NAME: Hearings and Court Matters 1 PREPARE FOR HEARING RE: FEE APPLICATIONS
	\$990.00 20379913	04/29/10 Thu	3.20	3.20	3,168.00	1	MATTER NAME: Hearings and Court Matters 1 COURT HEARING RE: FEE APPLICATIONS AND RELATED MATTERS
	\$990.00 20498420	05/03/10 Mon	0.20	0.20	198.00	1	MATTER NAME: WG&M Fee Applications/Retention 1 CONFERENCE WITH R. BROOKS RE: FEE HEARING AND PROPOSED ORDER
	\$990.00 20497511	05/10/10 Mon	0.30	0.30	297.00	0.20 0.10	MATTER NAME: WG&M Fee Applications/Retention 1 CONFERENCE CALL WITH E. WILSON AND R. BROOKS RE: FEE ORDER (2); 2 REVIEW SAME (1)
	\$990.00 20497541	05/11/10 Tue	0.50	0.50	495.00	1	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW AND REVISE FEE ORDER
	\$990.00 20498716	05/20/10 Thu	0.20	0.20	198.00	1	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW PROPOSED ORDER RE: INTERIM FEE APPLICATIONS

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0080 Karotkin, S			40	37.20	36,828.00		
1648 Laken, L	\$515.00 20061624	02/22/10 Mon	0.70	0.70	360.50		MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE APPLICATION AND DRAFT RELATED LETTER TO CLIENT.
			NUMBER OF ENTRIES: 1	0.70	360.50		
1689 Lederman, E	\$595.00 20154151	03/09/10 Tue	1.10	1.10	654.50	0.80 0.20 0.10	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW AND REVISE SECTIONS OF FEE APPLICATION (8); 2 EMAILS TO M. MESIES AND R. BROOKS RE: SAME (2); 3 MEETING WITH R. BROOKS RE: SAME (1)
			NUMBER OF ENTRIES: 1	1.10	654.50		
	\$595.00 20158475	03/14/10 Sun	1.40	1.40	833.00	1.10 0.30	MATTER NAME: WG&M Fee Applications/Retention 1 EDIT AND REVISE SECTION OF WGM SECOND INTERIM FEE APPLICATION (1.1); 2 DRAFT EMAILS TO R. BROOKS AND M. MEISES RE: SAME (3)
			NUMBER OF ENTRIES: 1	1.40	833.00		
	\$595.00 20158298	03/15/10 Mon	0.90	0.90	535.50	0.70 0.20	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW AND REVISE SECTIONS OF FEE APPLICATION (7); 2 DRAFT EMAILS TO M. MESIES AND R. BROOKS RE: SAME (2)
			NUMBER OF ENTRIES: 1	0.90	535.50		
	\$595.00 20183099	03/17/10 Wed	0.80	0.80	476.00		MATTER NAME: WG&M Fee Applications/Retention 1 EDIT AND REVISE SECTIONS OF INTERIM FEE APPLICATION
			NUMBER OF ENTRIES: 1	0.80	476.00		
	\$595.00 20336698	04/22/10 Thu	1.10	1.10	654.50	0.90 0.20	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER'S REPORT AND STATEMENT OF LIMITED OBJECTION TO THE FIRST INTERIM FEE APPLICATION OF WEIL, GOTSHAL & MANGES, LLP (9); 2 VARIOUS INTERNAL EMAILS RE: SAME (2)
			NUMBER OF ENTRIES: 5	5.30	3,153.50		

6746  
Lee, K

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6746 Lee, K	\$275.00 20000478	02/01/10 Mon	2.50	2.50	687.50	0.40	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 REVIEW NEW BILLING SUMMARY REPORT (4);
							2 CONFER WITH G. FUJII RE: SAME (5);
							3 (3X) E-MAIL R. BROOKS RE: SAME (1);
							4 CONFER WITH G. FUJII (2);
							5 REVISE CHARTS (1.1);
							6 LEAVE VOICE MAILS FOR R. BROOKS RE: SAME (1);
						0.10	7 E-MAILS R. BROOKS, G. FUJII AND I. RODRIGUEZ RE: SAME (1);
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 REVISE FEE CHARTS (5);
							2 CONFER WITH G. FUJII RE: SAME (1);
							3 CONFER WITH R. BROOKS RE: SAME (1);
							4 REVIEW E-MAILS RE: SAME (1);
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
		02/10/10 Tue	0.80	0.80	220.00	0.50	1 E-MAIL R. BROOKS RE: JANUARY BILLING SUMMARY REPORT
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 CONFER WITH R. BROOKS RE: RATE INQUIRIES
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 CREATE FEE CHARTS FOR JANUARY FEE STATEMENT (1.7);
							2 E-MAIL G. FUJII RE: SAME (2);
							3 E-MAIL R. BROOKS SUMMARY OF DISBURSEMENTS (1);
		02/11/10 Thu	0.30	0.30	82.50	1.70	MATTER NAME: WG&M Fee Applications/Retention
							1 REVIEW FEE EXAMINER STATUS REPORT AND CHECK AGAINST TRUSTEE GUIDELINES, LOCAL RULES AND PROCEDURE FOR DISCREPANCIES FOR M. MEISES AND INDICATE SAME (1.0);
							2 COMPARE FILED FEE APPLICATIONS (FEES AND DISBURSEMENTS) AGAINST EXHIBIT A (5);
							3 PRINT OUT LOCAL RULES AND GUIDELINES RE: SAME (2);
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 CONFER WITH G. FUJII RE: STATUS OF BILLING SUMMARY REPORT
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
		02/12/10 Fri	2.00	2.00	550.00	0.20	1 REVIEW FEE EXAMINER STATUS REPORT AND CHECK AGAINST TRUSTEE GUIDELINES, LOCAL RULES AND PROCEDURE FOR DISCREPANCIES FOR M. MEISES AND INDICATE SAME (1.0);
							2 COMPARE FILED FEE APPLICATIONS (FEES AND DISBURSEMENTS) AGAINST EXHIBIT A (5);
							3 PRINT OUT LOCAL RULES AND GUIDELINES RE: SAME (2);
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 CONFER WITH G. FUJII RE: STATUS OF BILLING SUMMARY REPORT
							MATTER NAME: WG&M Monthly Fee Statement/BSR Review
							1 CONFER WITH G. FUJII RE: STATUS OF BILLING SUMMARY REPORT

~ See the last page of exhibit for explanation

EXHIBIT D  
WELL COMPENSATION  
Well, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6746 Lee, K	\$275.00 20058368	02/23/10 Tue	2.60	2.60	715.00	0.20	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 CONFER WITH R. BROOKS RE: FEE EXAMINER REQUEST (2);
							2 REVIEW FEE EXAMINER LETTER (1);
							3 REVIEW FEE APPLICATION AND CREATE LIST OF DISBURSEMENT TO SEND TO BILLING THAT REQUIRE ADDITIONAL SUPPORT (2);
	\$275.00 20067765	02/24/10 Wed	6.70	6.70	1,842.50	5.00	4 E-MAIL R. BROOKS AND G. FUJII RE: SAME (3)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 WORK ON CHARTS IN RESPONSE TO FEE EXAMINER'S REQUEST (5.0);
							2 GO THROUGH FILLED COPY OF BILLING SUMMARY REPORT TO ENSURE COMPLAINT (6);
	\$275.00 20067529	02/25/10 Thu	6.80	6.80	1,870.00	4.50	3 CONFER WITH G. FUJII RE: SAME (5);
							4 CONFER WITH R. BROOKS RE: SAME (2);
							5 E-MAIL CHARTS TO R. BROOKS (2);
							6 CONFER WITH J. CHANG AND R. BROOKS RE: DEADLINE (2);
	\$275.00 20082024	02/25/10 Fri	3.50	3.50	962.50	2.30	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 REVIEW BILLING SUMMARY REPORT (4.5);
							2 REVIEW BACK UP FOR FEE EXAMINER AND PLACE DESCRIPTION IN EXCEL CHART (2.3)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
	\$275.00 20116036	03/01/10 Mon	4.80	4.80	1,320.00	0.60	1 COMPLETE INPUTTING OF ALL DESCRIPTIONS FROM PULLED BACK UP TO RESPOND TO INQUIRIES FROM FEE EXAMINER
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 UPDATE EXCEL CHART WITH DESCRIPTIONS OF CHARGES FOR DISBURSEMENTS REQUESTED BY U.S. TRUSTEE (6);
							2 GO THROUGH BACK UP TO DOUBLE CHECK THAT MISSING BACK UP HAS NOT BEEN PROVIDED AND E-MAIL G. FUJII RE: MISSING ITEMS (3.5);
	\$275.00 20117328	03/02/10 Tue	3.50	3.50	962.50	0.30	3 CONFER WITH G. FUJII RE: SAME AND REQUEST FOR ADDITIONAL BACK-UP (3);
							4 E-MAIL SAME (1);
							5 UPDATE CHART WITH ADDITIONAL BACK-UP AND E-MAIL R. BROOKS (3)
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
	\$275.00 20117328	03/02/10 Tue	3.50	3.50	962.50	0.30	1 REVIEW E-MAILS FROM BILLING RE: DECEMBER FEE STATEMENT (3);
							2 REVISE FEE EXHIBITS FOR SAME (1.5);
							3 CONFERENCES AND E-MAILS WITH BILLING RE: SAME (5);
							4 E-MAIL DISBURSEMENT QUESTION TO R. BROOKS (1);
	\$275.00 20117328	03/02/10 Tue	3.50	3.50	962.50	0.30	5 UPDATE FEE EXAMINER CHART (5);
							6 REVIEW E-MAILS RE: ADDITIONAL EDITS (2);
							7 REVISE FEE CHARTS AND E-MAIL TO R. BROOKS (3)

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6746 Lee, K	\$275.00 20154791	03/09/10	Tue	0.30	82.50	2.50	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 RESPOND TO E-MAILS FROM R. BROOKS RE: FEE STATEMENT
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CREATE FEE EXHIBITS FOR MONTHLY FEE STATEMENT (2.5);
							2 CONFER WITH G. FUJII RE: SAME (1.5);
							3 CONFER WITH R. BROOKS RE: SAME (3);
							4 REVISE CHARTS (4);
							5 CREATE DISCREPANCY CHART AND E-MAIL G. FUJII RE: SAME (5);
							6 REVISE CHARTS TO REFLECT NEW NUMBERS (3);
							7 BEGIN TO DRAFT FEE EXHIBITS FOR SECOND QUARTERLY FEE APPLICATION (4.2)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 COMPLETE DRAFT FEE EXHIBITS FOR SECOND QUARTERLY FEE APPLICATION (4.1);
							2 E-MAIL SAME TO G. FUJII (1);
	\$275.00 20163051	03/16/10	Tue	4.60	1,265.00	4.10	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CREATE FEE CHARTS FOR FEBRUARY BILLING SUMMARY REPORT (4.5);
							2 CONFER WITH G. FUJII RE: SAME (2);
							3 E-MAIL CHARTS TO R. BROOKS (2);
							4 REVIEW E-MAILS RE: VOLUNTARY WRITE-OFFS FOR SECOND QUARTERLY FEE APPLICATION (2)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 COMPLETE DRAFT FEE EXHIBITS FOR SECOND QUARTERLY FEE APPLICATION (4.1);
							2 E-MAIL SAME TO G. FUJII (1);
							3 E-MAIL CHARTS TO R. BROOKS (2);
							4 REVIEW E-MAILS RE: VOLUNTARY WRITE-OFFS FOR SECOND QUARTERLY FEE APPLICATION (2)
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CREATE FEE CHARTS FOR FEBRUARY BILLING SUMMARY REPORT (4.5);
							2 CONFER WITH G. FUJII RE: SAME (2);
	\$275.00 20167504	03/18/10	Thu	4.90	1,347.50	4.50	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 COMPLETE DRAFT FEE EXHIBITS FOR SECOND QUARTERLY FEE APPLICATION (4.1);
							2 E-MAIL SAME TO G. FUJII (1);
							3 E-MAIL CHARTS TO R. BROOKS (2);
							4 REVIEW E-MAILS RE: VOLUNTARY WRITE-OFFS FOR SECOND QUARTERLY FEE APPLICATION (2)
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CREATE FEE CHARTS FOR FEBRUARY BILLING SUMMARY REPORT (4.5);
							2 CONFER WITH G. FUJII RE: SAME (2);
							3 E-MAIL CHARTS TO R. BROOKS (2);
							4 REVIEW E-MAILS RE: VOLUNTARY WRITE-OFFS FOR SECOND QUARTERLY FEE APPLICATION (2)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 COMPLETE DRAFT FEE EXHIBITS FOR SECOND QUARTERLY FEE APPLICATION (4.1);
							2 E-MAIL SAME TO G. FUJII (1);
	\$275.00 20184407	03/22/10	Mon	6.00	1,650.00	1.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CREATE FEE CHARTS FOR FEBRUARY BILLING SUMMARY REPORT (4.5);
							2 CONFER WITH G. FUJII RE: SAME (2);
							3 E-MAIL CHARTS TO R. BROOKS (2);
							4 REVIEW E-MAILS RE: VOLUNTARY WRITE-OFFS FOR SECOND QUARTERLY FEE APPLICATION (2)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 COMPLETE DRAFT FEE EXHIBITS FOR SECOND QUARTERLY FEE APPLICATION (4.1);
							2 E-MAIL SAME TO G. FUJII (1);
							3 E-MAIL CHARTS TO R. BROOKS (2);
							4 REVIEW E-MAILS RE: VOLUNTARY WRITE-OFFS FOR SECOND QUARTERLY FEE APPLICATION (2)
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CREATE FEE CHARTS FOR FEBRUARY BILLING SUMMARY REPORT (4.5);
							2 CONFER WITH G. FUJII RE: SAME (2);

- See the last page of exhibit for explanation



EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6746 Lee, K	\$275.00 20190539	Tue 03/23/10	6.70	6.70	1,842.50	1.00 0.40 0.30 5.00	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVISE FEE EXHIBITS (1.0);</u> 2 <u>E-MAILS RE: SAME TO R. BROOKS (4);</u> 3 <u>CONFER WITH G. FUJII RE: SAME (3);</u> 4 <u>CREATE LIST OF ALL NOTICES OF APPEARANCES FILED BY DATE AND DOCKET NUMBER (5.0)</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>RESPOND TO E-MAIL RE: ATTORNEY EDITS (2);</u> 2 <u>CONFER WITH R. BROOKS RE: SAME (2);</u> 3 <u>CONFER WITH I. RODRIGUEZ RE: SAME (2);</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>CREATE INTERESTED PARTY LIST AND E-MAIL TO CONFLICTS (2.2);</u> 2 <u>REVIEW CONFLICTS (2.5)</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW CONFLICTS (7.5);</u> 2 <u>CREATE SUPPLEMENTAL LIST OF CLIENTS TO BE DISCLOSED (1.5);</u> 3 <u>E-MAIL SAME TO C. KIM FOR REVIEW (1)</u>
	\$275.00 20215873	Tue 03/30/10	2.40	2.40	660.00	0.10 0.10 0.10 0.80 0.90 0.20 0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>CONFER WITH R. BROOKS RE: FEE EXAMINER REQUEST (1);</u> 2 <u>REVIEW E-MAIL RE: CONFLICTS FROM C. KIM AND FORWARD TO R. BROOKS (1);</u> 3 <u>E-MAIL WITH R. BROOKS RE: SAME (1);</u> 4 <u>REVISE SUPPLEMENTAL LIST OF CLIENTS TO BE DISCLOSED (8);</u> 5 <u>REVISE NOVEMBER BILLING SUMMARY REPORT AND SEND E-MAILS TO R. BROOKS (9);</u> 6 <u>SEND E-MAILS TO G. FUJII RE: SAME (2);</u> 7 <u>LEAVE VOICE MAIL FROM G. FUJII RE: SAME (2);</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>PREPARE CALCULATIONS RE: WRITE OFFS (2.5);</u> 2 <u>CONFER AND E-MAIL WITH G. FUJII RE: WRITE OFFS (5);</u> 3 <u>CONFER WITH R. BROOKS AND G. FUJII RE: SAME (6);</u> 4 <u>CREATE REVISED DECEMBER BILL (2);</u> 5 <u>CONFER WITH G. FUJII RE: SAME (2);</u> 6 <u>E-MAIL R. BROOKS RE: SAME (1);</u>
	\$275.00 20200336	Fri 03/26/10	4.70	4.70	1,292.50	2.20 2.50	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>RESPOND TO E-MAIL RE: ATTORNEY EDITS (2);</u> 2 <u>CONFER WITH R. BROOKS RE: SAME (2);</u> 3 <u>CONFER WITH I. RODRIGUEZ RE: SAME (2);</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>CREATE INTERESTED PARTY LIST AND E-MAIL TO CONFLICTS (2.2);</u> 2 <u>REVIEW CONFLICTS (2.5)</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>REVIEW CONFLICTS (7.5);</u> 2 <u>CREATE SUPPLEMENTAL LIST OF CLIENTS TO BE DISCLOSED (1.5);</u> 3 <u>E-MAIL SAME TO C. KIM FOR REVIEW (1)</u>
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>CONFER WITH R. BROOKS RE: FEE EXAMINER REQUEST (1);</u> 2 <u>REVIEW E-MAIL RE: CONFLICTS FROM C. KIM AND FORWARD TO R. BROOKS (1);</u> 3 <u>E-MAIL WITH R. BROOKS RE: SAME (1);</u> 4 <u>REVISE SUPPLEMENTAL LIST OF CLIENTS TO BE DISCLOSED (8);</u> 5 <u>REVISE NOVEMBER BILLING SUMMARY REPORT AND SEND E-MAILS TO R. BROOKS (9);</u> 6 <u>SEND E-MAILS TO G. FUJII RE: SAME (2);</u> 7 <u>LEAVE VOICE MAIL FROM G. FUJII RE: SAME (2);</u>
	\$275.00 20215553	Wed 03/31/10	4.10	4.10	1,127.50	2.50 0.50 0.60 0.20 0.20 0.10	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 <u>PREPARE CALCULATIONS RE: WRITE OFFS (2.5);</u> 2 <u>CONFER AND E-MAIL WITH G. FUJII RE: WRITE OFFS (5);</u> 3 <u>CONFER WITH R. BROOKS AND G. FUJII RE: SAME (6);</u> 4 <u>CREATE REVISED DECEMBER BILL (2);</u> 5 <u>CONFER WITH G. FUJII RE: SAME (2);</u> 6 <u>E-MAIL R. BROOKS RE: SAME (1);</u>

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6746 Lee, K	\$275.00 20258791	04/05/10 Mon	0.10	0.10	27.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 SEND E-MAIL RE: BILLING SUMMARY REPORT FOR MARCH TO G. FUJII
	\$275.00 20261965	04/06/10 Tue	0.20	0.20	55.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW AND RESPOND TO E-MAILS RE: BILLING SUMMARY REPORT
	\$275.00 20264481	04/07/10 Wed	0.20	0.20	55.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW E-MAIL FROM TEAM RE: MARCH BILLING SUMMARY REPORT
	\$275.00 20268919	04/08/10 Thu	1.20	1.20	330.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 RESEARCH DISBURSEMENT ISSUES FOR R. BROOKS
	\$275.00 20274676	04/09/10 Fri	0.20	0.20	55.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW E-MAILS RE: WRITE OFFS
	\$275.00 20287919	04/13/10 Tue	4.20	4.20	1,155.00	3.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 CREATE FEE EXHIBITS TO MARCH BILL (3.0); 2 CREATE DISBURSEMENT CODE CHART FOR EXAMINER FOR MARCH (1.0); 3 E-MAIL R. BROOKS RE: SAME (1); 4 E-MAIL G. FUJII RE: BILLING RATE TO BE REDUCED (1)
	\$275.00 20311108	04/21/10 Wed	0.20	0.20	55.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 CONFER WITH R. BROOKS RE: DISBURSEMENT ISSUES
	\$275.00 20323198	04/22/10 Thu	0.70	0.70	192.50	0.20	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 CONFER WITH G. FUJII RE: STATUS OF MARCH BILLING SUMMARY REPORT (2); 2 REVISE CHARTS (2); 3 REVIEW E-MAILS FROM R. BROOKS RE: SAME (2); 4 REVIEW E-MAILS RE: TIME FRAME FOR FILING (1)

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6746 Lee, K	\$275.00 20323035	04/23/10 Fri	3.80	3.80	1,045.00	0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 REVISE FEE CHARTS FOR DECEMBER BILL (2);
							2 CONFER WITH R. BROOKS RE: SAME (3);
							3 REVIEW E-MAILS RE: COSTS DESCRIPTIONS FOR MARCH BILLING SUMMARY REPORT (2);
							4 REVISE FEE CHARTS FOR FEBRUARY BILL (1.5);
							5 CREATE DISBURSEMENT CODES FOR FEE EXAMINER (1.0);
							6 E-MAIL R. BROOKS RE: SAME (2);
							7 E-MAIL RE: IN FEBRUARY BILL (2);
						0.20	8 CONFER WITH G. FUJII RE: SAME (2);
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 CONFER WITH R. BROOKS RE: FEBRUARY BILLING SUMMARY REPORTS (2);
							2 REVISE SAME (2);
							3 E-MAIL WITH R. BROOKS RE: SAME (2);
							4 CONFER WITH G. FUJII RE: EDITS AND BILLING SUMMARY REPORT (4)
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 CREATE FEE CHARTS FOR APRIL BILL
						1.50	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 UPDATE SUPPLEMENTAL RETENTION CHECKLIST BY REVIEWING DOCKET AND NOTICES OF APPEARANCE LISTS (1.5);
							2 E-MAIL LIST TO C. KIM (1);
							3 REVIEW CONFLICTS (2);
							4 E-MAIL R. BROOKS RE: SAME (2);
							5 DOWNLOAD FEE ORDER AND E-MAIL G. FUJII (2)
							MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u>
							1 REVISE FEE APPLICATION EXHIBITS AND DISBURSEMENT CALCULATIONS (1.5);
						0.50	2 CONFER WITH G. FUJII RE: SAME (5);
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 CONFERENCE WITH G. FUJII RE: MARCH AND APRIL BILL
							NUMBER OF ENTRIES: 38
							106.50
							29,287.50
							MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u>
							1 EMAILS WITH M. MEISES AND R. BROOKS RE: LEHMAN FEE COMMITTEE GUIDELINES.
7317 Mattheyahu, G	\$215.00 20272567	04/09/10 Thu	0.70	0.70	150.50		

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
7317 Mattheyahu, G			1	0.70	150.50		
7364 Mehta, M							
	\$180.00	02/08/10	Mon	3.50	630.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20036150						1 REVIEW JANUARY 2009 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES.
	\$180.00	02/15/10	Mon	3.50	630.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20048659						1 REVIEW JANUARY 2009 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES.
	\$180.00	02/16/10	Tue	4.50	810.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20048698						1 REVIEW JANUARY 2009 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES.
	\$180.00	02/17/10	Wed	2.00	360.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20048008						1 REVIEW JANUARY 2009 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES.
	\$180.00	04/06/10	Tue	5.00	900.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20267303						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$180.00	04/07/10	Wed	4.50	810.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20267400						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$180.00	04/08/10	Thu	4.00	720.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20267344						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$180.00	04/09/10	Fri	2.00	360.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20298666						1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$180.00	04/19/10	Mon	3.00	540.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20331708						1 REVIEW MARCH 2009 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES.
	\$180.00	05/11/10	Tue	4.00	720.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20422991						1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$180.00	05/12/10	Wed	4.50	810.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20423029						1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
7364 Mehta, M	\$180.00	05/13/10	Thu	4.00	4.00	720.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20422948						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$180.00	05/14/10	Fri	3.50	3.50	630.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20422976						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$180.00	05/19/10	Wed	2.50	2.50	450.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20473394						1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$180.00	05/20/10	Thu	1.50	1.50	270.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20473116						1 REVIEW AND REVISE APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$180.00	05/21/10	Fri	3.50	3.50	630.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20473117						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
NUMBER OF ENTRIES:				16	55.50	9,990.00	
0487 Meises, M	\$700.00	02/01/10	Mon	0.20	0.20	140.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20060449						1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$700.00	02/11/10	Thu	2.50	2.50	1,750.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20060291						1 REVIEW BILLING SUMMARY REPORT.
	\$700.00	02/16/10	Tue	0.40	0.40	280.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20060543						1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$700.00	02/18/10	Thu	0.40	0.40	280.00	MATTER NAME: WG&M Fee Applications/Retention
	20060567						1 REVIEW FEE EXAMINER STATUS REPORT.
	\$700.00	02/24/10	Wed	2.20	2.20	1,540.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20099945						1 REVIEW BILLING SUMMARY REPORT FOR JANUARY (2.0); 2 PARTICIPATE ON TELECONFERENCE WITH R. BROOKS RE: SAME (2).
	\$700.00	02/24/10	Wed	0.20	0.20	140.00	MATTER NAME: WG&M Fee Applications/Retention
	20693322						1 MEET WITH R. BROOKS RE: FEE EXAMINER REPORT (1); 2 MEET WITH R. BROOKS RE: FEE APPLICATION (1)

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0487 Meises, M	\$700.00	02/25/10	Thu	4.70	4.70	0.50	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20098371					1	1 TELEPHONE CONFERENCES WITH R. BROOKS RE: FEE EXAMINER REPORT (5);
						0.50	2 REVISE MEMORANDUM RE: SAME (5);
						3.70	3 REVIEW JANUARY BILLING SUMMARY REPORT (3.7);
	\$700.00	02/28/10	Fri	1.50	1.50	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20097527					1	1 REVIEW JANUARY BILLING SUMMARY REPORT.
	\$700.00	03/02/10	Tue	0.20	0.20	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20140047					1	1 TELEPHONE CONFERENCE WITH S. KAROTKIN RE: FEE HEARING.
	\$700.00	03/04/10	Thu	0.10	0.10	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20140104					1	1 TELEPHONE CONFERENCE WITH R. BROOKS RE: BILL.
	\$700.00	03/09/10	Mon	0.20	0.20	1	MATTER NAME: WG&M Fee Applications/Retention
	20201654					1	1 TELEPHONE CONFERENCE WITH R. BROOKS RE: FEE APPLICATION.
	\$700.00	03/09/10	Tue	1.00	1.00	0.30	MATTER NAME: WG&M Fee Applications/Retention
	20201680					0.70	1 REVISE MEMORANDUM RE: FEE EXAMINER REPORT (3);
							2 MEET R. BROOKS RE: FEE APPLICATION (7).
	\$700.00	03/11/10	Thu	3.10	3.10	1	MATTER NAME: WG&M Fee Applications/Retention
	20201578					1	1 REVISE FEE APPLICATION.
	\$700.00	03/15/10	Mon	0.60	0.60	1	MATTER NAME: WG&M Fee Applications/Retention
	20201688					1	1 REVIEW AND REVISE FEE APPLICATION.
	\$700.00	03/17/10	Wed	0.20	0.20	1	MATTER NAME: WG&M Fee Applications/Retention
	20201741					1	1 REVISE SECOND FEE APPLICATION.
	\$700.00	03/18/10	Thu	0.20	0.20	1	MATTER NAME: WG&M Fee Applications/Retention
	20201746					1	1 PARTICIPATE IN TELEPHONE CONFERENCE WITH R. BROOKS RE: FEE APPLICATION.
	\$700.00	03/19/10	Fri	0.90	0.90	1	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20201751					1	1 REVIEW FEBRUARY BILLING SUMMARY REPORT.

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EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS -	DESCRIPTION
0487 Meises, M	\$700.00 20201360	03/26/10 Fri	0.20	0.20	140.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW NOTICE OF FEE HEARINGS.
	\$700.00 20232419	03/31/10 Wed	7.50	7.50	5,250.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW FEBRUARY BILLING SUMMARY REPORTS FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$700.00 20342386	04/05/10 Mon	0.70	0.70	490.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW REPORT BY FEE EXAMINER.
	\$700.00 20342747	04/06/10 Tue	0.50	0.50	350.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW MATERIALS RE: FEE EXAMINER ISSUES.
	\$700.00 20342994	04/07/10 Wed	0.30	0.30	210.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 MEET WITH R. BROOKS RE: TRAVEL AND MEAL GUIDELINES
	\$700.00 20342997	04/08/10 Thu	0.20	0.20	140.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW FEE EXAMINER REPORT.
	\$700.00 20343004	04/09/10 Fri	0.10	0.10	70.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 CALL WITH R. BROOKS RE: RESPONSE TO FEE EXAMINER.
	\$700.00 20344522	04/12/10 Mon	0.10	0.10	70.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 EMAILS RE: FEE HEARING.
	\$700.00 20344534	04/14/10 Wed	0.20	0.20	140.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 MEET WITH J. SMOLINSKY RE: FEE HEARINGS.
	\$700.00 20381074	04/16/10 Fri	1.00	1.00	700.00	0.20 0.80	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 MEETING WITH S. KAROTKIN RE: FEE EXAMINER OBJECTIONS (2); 2 READ FEE EXAMINER REPORT (8).
	\$700.00 20380912	04/20/10 Tue	4.60	4.60	3,220.00	0.30 4.30	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 MEET S. KAROTKIN RE: FEE EXAMINER REPLY (3); 2 DRAFT RESPONSE TO FEE EXAMINER MOTION TO EXPAND ROLE (4.3).
	\$700.00 20379710	04/21/10 Wed	1.00	1.00	700.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 RESPOND TO FEE EXAMINER'S OBJECTION.

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0487 Meises, M	\$700.00 20379720	Thu 04/22/10	2.70	2.70	1,890.00	0.10	MATTER NAME: WG&M Fee Applications/Retention 1 READ FEE EXAMINER ADJOURNMENT MOTION (1);
						0.20	2 EMAIL RE: SAME (2);
						1.00	3 EMAIL RE: FEE EXAMINER REPORTS (1.0);
						0.10	4 CALL S. KAROTKIN RE: SAME (1);
						1.00	5 READ FEE EXAMINER REPORTS (1.0);
						0.30	6 CALL R. BROOKS RE: SAME (3);
	\$700.00 20380458	Fri 04/23/10	2.00	2.00	1,400.00	0.30	MATTER NAME: WG&M Fee Applications/Retention 1 MEET S. KAROTKIN RE: REPLY TO FEE EXAMINER EXPANSION MOTION (3);
						0.40	2 REVIEW RESPONSE RE: FEE EXAMINER'S ADJOURNMENT MOTION (4);
						0.10	3 MEET R. BROOKS RE: SAME (1);
						0.10	4 MEET S. KAROTKIN RE: SAME (1);
						1.10	5 REVIEW FEE EXAMINER CLARIFICATION RESPONSE (1.1);
	\$700.00 20380462	Mon 04/26/10	0.90	0.90	630.00		MATTER NAME: WG&M Fee Applications/Retention 1 REVISE RESPONSE TO FEE EXAMINER'S OBJECTIONS TO FEES
	\$700.00 20380749	Wed 04/28/10	1.90	1.90	1,330.00	0.50	MATTER NAME: Hearings and Court Matters 1 EMAIL RE: FEE HEARING (5);
						0.40	2 MEET S. KAROTKIN AND R. BROOKS RE: SAME (4);
						1.00	3 PREPARE FOR SAME (1.0);
	\$700.00 20380771	Thu 04/29/10	7.50	7.50	5,250.00	0.80	MATTER NAME: Hearings and Court Matters 1 PREPARE FOR FEE HEARING (8);
						2.80	2 ATTEND FEE HEARING (2.8);
						0.60	3 MEET R. BROOKS RE: SAME (6);
						2.80	4 MEET WITH J. SMOLINSKY AND HEAR JUDGE GERBER'S RULING RE: FEE APPLICATIONS (2.8);
						0.50	5 MEET P. FALABELLA RE: SAME (5);
	\$700.00 20380777	Fri 04/30/10	3.50	3.50	2,450.00		MATTER NAME: Hearings and Court Matters 1 EMAIL TO S. KAROTKIN RE: JUDGE GERBER'S RULING ON FEE APPLICATIONS AT HEARING
	\$700.00 20454046	Mon 05/03/10	0.90	0.90	630.00		MATTER NAME: Hearings and Court Matters 1 REVIEW DOCUMENTS IN PREPARATION FOR FEE HEARING.

~ See the last page of exhibit for explanation



EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0487 Meises, M	\$700.00 20453975	05/05/10 Wed	3.00	3.00	2,100.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (4);
	\$700.00 20453981	05/06/10 Thu	0.70	0.70	490.00	0.40 0.30	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (4); 2 MEET R. BROOKS RE: BILLING ISSUES (3)
	\$700.00 20453919	05/10/10 Mon	0.20	0.20	140.00	0.10 0.10	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 TELEPHONE CONFERENCE WITH R. BROOKS RE: FEE ORDER (1); 2 TELEPHONE CONFERENCE WITH R. BROOKS RE: TRANSCRIPT OF FEE HEARING (1);
	\$700.00 20453925	05/11/10 Tue	0.20	0.20	140.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 TELEPHONE CONFERENCE WITH R. BROOKS RE: FEE ORDER;
	\$700.00 20453931	05/12/10 Wed	0.30	0.30	210.00	0.10 0.10 0.10	MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 REVIEW FEE EXAMINER COMMENTS TO FEE ORDER (1); 2 EMAIL RE: FEE ORDER (1); 3 TELPEPHONE CONFERENCE WITH R. BROOKS RE: SAME (1);
	\$700.00 20453939	05/18/10 Tue	0.80	0.80	560.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH US TRUSTEE GUIDELINES
	\$700.00 20690756	05/18/10 Tue	0.10	0.10	70.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 TELECONFERENCE WITH R. BROOKS RE: FEE APPLICATION
	\$700.00 20453983	05/20/10 Thu	1.80	1.80	1,260.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH US TRUSTEE GUIDELINES
	\$700.00 20690759	05/20/10 Thu	0.20	0.20	140.00		MATTER NAME: <u>WG&amp;M Fee Applications/Retention</u> 1 TELEPHONE CONFERENCE WITH R. BROOKS RE: FEE ORDER
	\$700.00 20454035	05/25/10 Tue	0.50	0.50	350.00	0.30 0.20	MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 CALL R. BROOKS RE: EXPENSES (3); 2 CALL R. BROOKS RE: BILLING SUMMARY REPORT (2);
	\$700.00 20454041	05/26/10 Wed	0.20	0.20	140.00		MATTER NAME: <u>WG&amp;M Monthly Fee Statement/BSR Review</u> 1 TELEPHONE CONFERENCE'S R. BROOKS RE: BILLING SUMMARY REPORT.

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
0487 Meises, M			47	62.40	43,680.00		
		NUMBER OF ENTRIES:					
0020 Miller, H	\$990.00	02/01/10	Mon	0.20	198.00		MATTER NAME: WG&M Fee Applications/Retention 1 TELEPHONE CALL WITH B. WILLIAMS RE: FEE EXAMINER
	20097846						
	\$990.00	02/09/10	Tue	0.40	396.00		MATTER NAME: Case Administration 1 FEE EXAMINER ISSUES - CONFERENCE WITH S. KAROTKIN
	20098249						
	\$990.00	04/10/10	Sat	0.80	792.00		MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER'S REPORT
	20309507						
		NUMBER OF ENTRIES:	3	1.40	1,386.00		
1461 Petherbridge, V	\$665.00	03/09/10	Tue	0.10	66.50		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW AND RESPOND TO EMAILS RE: TASK CODES AND DESCRIPTIONS
	20156820						
		NUMBER OF ENTRIES:	1	0.10	66.50		
6718 Prindle, K	\$200.00	02/03/10	Wed	0.50	100.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20021449						
	\$200.00	02/05/10	Fri	1.00	200.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	20100156						
	\$200.00	02/10/10	Wed	4.30	860.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW AND REVISE BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20021395						
	\$200.00	02/11/10	Thu	1.00	200.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW AND REVISE BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	20021418						
	\$200.00	03/03/10	Wed	1.00	200.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH US TRUSTEE GUIDELINES.
	20192427						
	\$200.00	03/04/10	Thu	0.50	100.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PARTICIPATE IN CORRESPONDENCE RE: BILLING SUMMARY REPORT
	20192388						

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6718 Pridle, K	\$200.00	03/05/10	Fri	2.70	2.70	540.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20187811						1 REVIEW AND REVISE BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$200.00	03/09/10	Tue	6.00	6.00	1,200.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20165228						1 REVIEW AND REVISE BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$200.00	03/10/10	Wed	4.20	4.20	840.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20187879						1 REVIEW AND REVISE BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$200.00	03/16/10	Tue	1.20	1.20	240.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20165271						1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00	04/12/10	Mon	6.30	6.30	1,260.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20289712						1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
7036 Roberts, S	\$200.00	04/15/10	Thu	2.00	2.00	400.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20369654						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	\$200.00	04/16/10	Fri	5.30	5.30	1,060.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20299120						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES.
	NUMBER OF ENTRIES:			13	36.00	7,200.00	
	\$230.00	04/07/10	Wed	2.50	2.50	575.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20264962						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/08/10	Thu	5.50	5.50	1,265.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20275878						1 REVIEW MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/09/10	Fri	4.00	4.00	920.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20275943						1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/12/10	Mon	4.00	4.00	920.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20282906						1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
7036 Roberts, S	\$230.00	04/13/10	Tue	3.00	690.00	3.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20306245						1 REVIEW AND REVISE MARCH BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/14/10	Wed	2.00	460.00	2.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20307960						1 REVIEW AND REVISE BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/15/10	Thu	3.40	782.00	3.40	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20310863						1 REVIEW AND REVISE BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/16/10	Fri	6.00	1,380.00	6.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20335246						1 REVIEW FEBRUARY AND MARCH BILLING SUMMARY REPORTS TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	04/19/10	Mon	3.00	690.00	3.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20335273						1 REVIEW MARCH 2010 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES
	\$230.00	04/20/10	Tue	1.50	345.00	1.50	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20307977						1 REVIEW FEBRUARY 2010 BILLING SUMMARY REPORT PURSUANT TO UNITED STATES TRUSTEE GUIDELINES
	\$230.00	04/23/10	Fri	2.50	575.00	0.50	MATTER NAME: WG&M Fee Applications/Retention
	20335946					2.00	1 FINALIZE RESPONSE OF WEIL, GOTSHAL & MANGES LLP TO FEE EXAMINER'S MOTION FOR ADJOURNMENT OF HEARING ON SECOND INTERIM FEE APPLICATIONS FOR FILING VIA ECF AND COORDINATE SERVICE AND DELIVERY TO CHAMBERS (5); 2 RESEARCH CHAPTER 11 CASES RE: TRANSCRIPTS OF FEE HEARINGS FOR M. MEISES AND R. BROOKS (2)
	\$230.00	04/28/10	Wed	1.00	230.00	0.60	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20335706					0.40	1 PREPARE FEBRUARY FEE STATEMENT PACKAGES (6); 2 COORDINATE DELIVERY OF SAME (4)
	\$230.00	05/06/10	Thu	3.50	805.00	2.80	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20389907					0.70	1 ASSIST WITH FEE ANALYSIS RE: STRASBOURG (2.8); 2 BEGIN REVIEW OF APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES (7)
	\$230.00	05/11/10	Tue	6.30	1,449.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20411768						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES
	\$230.00	05/12/10	Wed	5.70	1,311.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20411767						1 REVIEW APRIL BILLING SUMMARY REPORT TO COMPLY WITH U.S. TRUSTEE GUIDELINES

- See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
7036 Roberts, S	\$230.00	05/13/10	Thu	4.80	1,104.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20411766			4.80			1 REVIEW APRIL BILLING SUMMARY REPORT ACCORDING TO US TRUSTEE GUIDELINES.
	\$230.00	05/14/10	Fri	5.40	1,242.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20454872			5.40			1 REVIEW APRIL BILLING SUMMARY REPORT ACCORDING TO US TRUSTEE GUIDELINES.
	\$230.00	05/17/10	Mon	1.20	276.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20462928			1.20			1 REVIEW EXPENSE BACKUP FOR APRIL BILLING SUMMARY REPORT PURSUANT TO U.S. TRUSTEE GUIDELINES.
	\$230.00	05/18/10	Tue	0.80	184.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20455154			0.80			1 REVIEW APRIL BILLING SUMMARY REPORT PURSUANT TO U.S. TRUSTEE GUIDELINES.
	\$230.00	05/19/10	Wed	3.60	828.00	1.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20455155			3.60		2.60	1 REVIEW EXPENSE BACKUP FOR APRIL BILLING SUMMARY REPORT PURSUANT TO U.S. TRUSTEE GUIDELINES (1.0); 2 REVIEW BILLING SUMMARY REPORT PURSUANT TO U.S. TRUSTEE GUIDELINES (2.6)
	\$230.00	05/21/10	Fri	5.40	1,242.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20454891			5.40			1 REVIEW APRIL BILLING SUMMARY REPORT ACCORDING TO US TRUSTEE GUIDELINES.
NUMBER OF ENTRIES:				21	17,273.00		
6558 Rodriguez, I	\$200.00	01/25/10	Mon	3.20	640.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20019811			3.20			1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00	01/27/10	Wed	1.10	220.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20019813			1.10			1 REVIEW NOVEMBER BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00	01/28/10	Thu	6.50	1,300.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20019805			6.50			1 REVIEW NOVEMBER BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00	01/29/10	Fri	6.00	1,200.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20019808			6.00			1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00	02/01/10	Mon	0.20	40.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20058125			0.20			1 REVIEW NOVEMBER BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6558 Rodriguez, I	\$200.00 20058122	Tue 02/02/10	3.80	3.80	760.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 PREPARE MONTHLY FEE STATEMENT AS PER R. BROOKS
	\$200.00 20058236	Wed 02/03/10	0.30	0.30	60.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 ASSIGN AND DISTRIBUTE BILLING SUMMARY REPORT ASSIGNMENTS
	\$200.00 20055399	Tue 02/09/10	3.90	3.90	780.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$200.00 20055394	Wed 02/10/10	3.00	3.00	600.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$200.00 20055440	Thu 02/11/10	6.30	6.30	1,260.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW JANUARY BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00 20055439	Fri 02/12/10	5.70	5.70	1,140.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW JANUARY BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE'S GUIDELINES
	\$200.00 20057727	Tue 02/16/10	5.90	5.90	1,180.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH U.S. TRUSTEE GUIDELINES
	\$200.00 20055329	Wed 02/17/10	7.00	7.00	1,400.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW JANUARY BILLING SUMMARY REPORT FOR COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES
	\$200.00 20055316	Thu 02/18/10	2.50	2.50	500.00		MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW JANUARY BILLING SUMMARY REPORT FOR COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES
	\$200.00 20177114	Tue 03/02/10	2.50	2.50	500.00	0.50 2.00	MATTER NAME: WG&M Fee Applications/Retention 1 COMMUNICATION WITH BILLING RE: ATTORNEY BILLING SUMMARY REPORT REVIEW (5); 2 ASSIST R. BROOKS WITH CHARTS FOR FEE APPLICATIONS (2.0)
	\$200.00 20176941	Wed 03/03/10	4.10	4.10	820.00	0.50 3.60	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 DISTRIBUTE FEBRUARY BILLING SUMMARY REPORT FOR REVIEW (5); 2 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES (3.6)

~ See the last page of exhibit for explanation

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
6558 Rodriguez, I	\$200.00	03/05/10	Fri	6.40	6.40	3.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20177008					1	REVIEW JANUARY BILLING SUMMARY REPORT (3.0);
						3.40	2 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES (3.4)
	\$200.00	03/08/10	Mon	3.30	3.30	660.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20176830						1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES
	\$200.00	03/09/10	Tue	7.80	7.80	1,560.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20176872						1 REVIEW BILLING SUMMARY REPORT FOR COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES
	\$200.00	03/10/10	Wed	6.50	6.50	1,300.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20176870						1 REVIEW BILLING SUMMARY REPORT IN COMPLIANCE WITH UNITED STATES TRUSTEE GUIDELINES
	\$200.00	03/11/10	Thu	5.70	5.70	1,140.00	MATTER NAME: WG&M Fee Applications/Retention
	20176888					0.20	1 COMMUNICATION WITH BILLING RE: BILLING SUMMARY REPORT STATUS FOR FEBRUARY (2);
						0.20	2 CONFER WITH R. BROOKS RE: ASSISTANCE WITH FEE APPLICATION CHARTS (2);
						5.30	3 WORK ON SAME (5.3)
	\$200.00	03/12/10	Fri	5.30	5.30	1,060.00	MATTER NAME: WG&M Fee Applications/Retention
	20177044					0.30	1 ASSIST WITH PREPARATION OF FEE APPLICATION CHARTS (5.0);
							2 CALL WITH R. BROOKS RE: SAME (3)
	\$200.00	03/15/10	Mon	5.90	5.90	1,180.00	MATTER NAME: WG&M Fee Applications/Retention
	20176707					2.90	1 REVIEW BSR IN COMPLIANCE WITH US TRUSTEE'S GUIDELINES FOR THE PREPARATION OF FEE APPLICATIONS (2.9);
						3.00	2 ASSIST R. BROOKS WITH PREPARATION OF CHARTS FOR FEE APPLICATION (3.0)
	\$200.00	03/16/10	Tue	2.70	2.70	540.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20176704						1 RESOLVE ISSUES AND QUESTIONS RE: REVIEW OF BILLING SUMMARY REPORT FOR FEBRUARY
	\$200.00	03/17/10	Wed	1.60	1.60	320.00	MATTER NAME: WG&M Fee Applications/Retention
	20176637						1 PREPARE FOR MAILING OF WGM FEE APPLICATION AND MAILING LABELS FOR SAME
	\$200.00	03/23/10	Tue	4.00	4.00	800.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20191746						1 ASSIST R. BROOKS WITH RETRIEVING RECEIPTS FOR BACK UPS OF DISBURSEMENTS
	\$200.00	03/24/10	Wed	3.00	3.00	600.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review
	20191748						1 ASSIST R. BROOKS WITH ALIXPARTNERS REQUEST FOR INFORMATION RE: DECEMBER 2009 AND JANUARY 2010 DISBURSEMENTS

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EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEE	TASK HOURS	DESCRIPTION
6558 Rodriguez, I			27	114.20	22,840.00		
	NUMBER OF ENTRIES:						
0663 Smolinsky, J	\$900.00	04/08/10	Thu	0.40	0.40	360.00	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER'S SECOND STATUS REPORT AND PREPARE SUMMARY FOR S. KAROTKIN.
	20374487						
	\$900.00	04/15/10	Thu	0.30	0.30	270.00	MATTER NAME: WG&M Fee Applications/Retention 1 REVIEW FEE EXAMINER DRAFT REPORT.
	20378009						
	\$900.00	04/20/10	Tue	0.60	0.60	540.00	MATTER NAME: WG&M Fee Applications/Retention 1 REVISE RESPONSE TO FEE EXAMINER MOTION (3); 2 CONFER WITH S. KAROTKIN RE: SAME AND APPROACH TO INQUIRIES (3).
	20378937						
	\$900.00	04/29/10	Thu	7.30	1.30	1,170.00	MATTER NAME: Hearings and Court Matters 1 PREPARE FOR OMNIBUS HEARINGS INCLUDING EXCHANGING EMAILS WITH P. FALABELLA RE: 28 USC 157 ISSUES RE: TOWNS AND REVIEW OF ORDERS (1.5); 2 ATTEND HEARINGS (4.5); 3 ATTEND TELEPHONIC RULING RE: FEE APPLICATIONS AND FEE EXAMINER ISSUES, INCLUDING FOLLOW-UP DISCUSSION WITH M. MEISES AND R. BROOKS RE: ORDER CONTENT (1.3).
	20375056						
	\$900.00	05/17/10	Mon	0.70	0.70	630.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT
	20480806						
	\$900.00	05/24/10	Mon	0.70	0.70	630.00	MATTER NAME: WG&M Monthly Fee Statement/BSR Review 1 REVIEW BILLING SUMMARY REPORT
	20476376						
	NUMBER OF ENTRIES:						
			6	4.00	3,600.00		
6976 Stauble, C	\$275.00	05/10/10	Mon	0.30	0.30	82.50	MATTER NAME: Hearings and Court Matters 1 PREPARE PROPOSED ORDER CLARIFYING STIPULATION AND ORDER WITH RESPECT TO APPOINTMENT OF FEE EXAMINER FOR PRESENTMENT TO CHAMBERS.
	20400284						
	NUMBER OF ENTRIES:						
			1	0.30	82.50		

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EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER	RATE	DATE	ENTRY HOURS	HOURS	FEES	TASK HOURS	DESCRIPTION
Total				885.00	\$305,958.50		
Number of Entries:	443						

EXHIBIT D  
WEIL COMPENSATION  
Weil, Gotshal & Manges

TIMEKEEPER NAME	INITIALS	HOURS	RATE	FEES
Aliseo, N	6927	12.10	\$180.00	2,178.00
Arons, A	5318	68.70	\$210.00	14,427.00
Bentfield, B	5560	0.50	\$455.00	227.50
Berkovich, R	3331	0.20	\$455.00	91.00
Berz, D	0094	1.00	\$725.00	725.00
Brooks, R	5334	0.60	\$900.00	540.00
Castillero, F	6820	175.30	\$455.00	79,761.50
Falabella, P	6820	18.30	\$190.00	3,477.00
George, C	1200	1.90	\$515.00	978.50
Godhard, P	7331	22.50	\$240.00	5,400.00
Hahn, A	1204	0.30	\$550.00	165.00
Hausman, J	2966	0.20	\$695.00	139.00
Ho, J	7374	83.70	\$260.00	21,762.00
Karotkin, S	1459	0.30	\$630.00	189.00
Laken, L	0080	37.20	\$990.00	36,828.00
Lederman, E	1648	0.70	\$515.00	360.50
Lee, K	1669	5.30	\$595.00	3,153.50
Matityahu, G	6746	106.50	\$275.00	29,287.50
Mehta, M	7317	0.70	\$215.00	150.50
Meises, M	7364	55.50	\$180.00	9,990.00
Miller, H	0487	62.40	\$700.00	43,680.00
Petherbridge, V	0020	1.40	\$990.00	1,386.00
Prindle, K	1461	0.10	\$665.00	66.50
Roberts, S	6718	36.00	\$200.00	7,200.00
Rodriguez, I	7036	75.10	\$230.00	17,273.00
Smolinsky, J	6558	114.20	\$200.00	22,840.00
Stauble, C	0663	4.00	\$900.00	3,600.00
	6976	0.30	\$275.00	82.50
		885.00		\$305,958.50

EXHIBIT D  
WEL COMPENSATION  
Well, Gotshal & Manges

SUMMARY OF HOURS AND FEES BY MATTER

MATTER NAME	HOURS	FEES
Case Administration	0.60	438.00
Hearings and Court Matters	26.60	20,491.50
US Trustee Issues/Meetings/Communications	6.80	3,094.00
Unsecured Creditors	0.40	396.00
Issues/Meetings/Communications		
WG&M Fee Applications/Retention	216.80	107,994.00
WG&M Monthly Fee Statement/BSR Review	633.80	173,545.00
	885.00	\$305,958.50

(-) REASONS FOR TASK HOUR ASSIGNMENTS  
F FINAL BILL